

Hearing Date: March 13, 2019 at 9:30 a.m. (Atlantic Time)
Objection Deadline: December 6, 2018 at 4:00 p.m. (Atlantic Time)

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,
Debtors.¹

PROMESA
Title III

Case No. 17-BK-3283 (LTS)

(Jointly Administered)

**FOURTH INTERIM APPLICATION OF WILLKIE FARR & GALLAGHER
LLP, IN ITS CAPACITY AS COUNSEL TO BETTINA M. WHYTE, AS THE
COFINA AGENT, FOR INTERIM ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
INCURRED FROM JUNE 1, 2018 THROUGH SEPTEMBER 30, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

EXHIBITS

Exhibit 1 – Certification of Joseph G. Minias

Exhibit 2 – Summary of Professionals for the Application Period

Exhibits 2-A-F – Summary of Professionals by Matter for the Application Period

Exhibit 3 – Summary of Expenses for the Application Period

Exhibit 4 – Summary of Time by Billing Category for the Application Period

Exhibit 4-A – Time and Expense Detail for the June Fee Statement

Exhibit 4-B – Time and Expense Detail for the July Fee Statement

Exhibit 4-C – Time and Expense Detail for the August Fee Statement

Exhibit 4-D – Time and Expense Detail for the September Fee Statement

Exhibit 5 – Comparable Compensation Disclosures

Exhibit 6 – Budget and Staffing Plans

SUMMARY SHEET TO THE FOURTH INTERIM APPLICATION OF WILLKIE FARR & GALLAGHER LLP FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO THE COFINA AGENT FROM JUNE 1, 2018 THROUGH SEPTEMBER 30, 2018

Name of Applicant	Willkie Farr & Gallagher LLP
Name of Client	Bettina M. Whyte, as COFINA Agent
Time period covered by this application	June 1, 2018 through September 30, 2018
Total compensation incurred this period	\$769,129.00
Total compensation sought this period after all voluntary reductions	\$730,672.54 ¹
Total expenses sought this period	\$42,302.71
Petition date	May 5, 2017 for COFINA (as defined below)
Retention date	August 3, 2017
Date of order approving employment	August 10, 2017 <u>nunc pro tunc</u> to August 3, 2017
Total compensation approved by interim order to date	\$8,579,833.81 ²
Total expenses approved by interim order to date	\$221,793.38
Blended rate in this application for all attorneys (prior to 5% discount)	\$1,088.00
Blended rate in this application for all timekeepers (prior to 5% discount)	\$1,050.43
Compensation sought in this application already paid pursuant to the interim compensation order but not yet allowed	\$552,073.11
Expenses sought in this application already paid pursuant to the interim compensation order but not yet allowed	\$39,008.82
Number of professionals included in this application	16
If applicable, number of professionals in this application not included in staffing plans approved by client	0 ³
If applicable, difference between fees budgeted and compensation sought for this period	\$525,758.00 under budget ⁴

¹ WF&G has agreed to provide a 5% discount on all fees incurred in these Title III Cases, and the difference between this figure and the total compensation incurred reflects this discount.

² Pursuant to discussions with the Fee Examiner, consideration of the Third Interim Fee Application has been adjourned to December 19, 2018.

³ WF&G varied its staffing plans in its monthly budgets based on its anticipated needs. In determining whether or not the staffing plans varied from the actual timekeepers, WF&G used the average number of timekeepers included in its staffing plans over the Application Period, which was 17.

⁴ This figure is the difference between the budgeted fees and the fees that were actually incurred (before accounting for the 5% discount).

Number of professionals billing fewer than 10 hours to the case during this period	8
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this application using the rate originally disclosed in the retention application.	N/A. WF&G was not required to submit a retention application. However, for the avoidance of all doubt, on January 1, 2018, WF&G raised its rates on this matter to match the standard rates charged by WF&G in accordance with the terms of its engagement letter. WF&G typically raises its rates on October 1 st of each year but pursuant to an agreement with the COFINA Agent, WF&G did not increase its rates for these Title III Cases until January 1, 2018.

Willkie Farr & Gallagher LLP certifies that none of the fees requested in the Application relate to work performed while physically located in Puerto Rico.

This is an *interim* application.

PRIOR INTERIM OR MONTHLY FEE <u>PAYMENTS</u> TO DATE:						
			Requested		Approved ⁵ and/or Paid	
	Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
1	9/25/17	8/3/17 – 8/31/17	\$2,136,328.00	\$56,892.68	\$1,509,087.31	\$47,251.18
2	10/31/17	9/1/17 – 9/30/17	\$2,770,737.00	\$102,081.33	\$2,388,129.39	\$48,222.95
3	11/21/17	10/1/17 – 10/31/17	\$1,154,293.50	\$31,325.91	\$1,038,864.15 ⁶	\$31,325.91
4	12/22/17	11/1/17 – 11/30/17	\$919,893.07	\$25,166.04	\$900,011.48	\$25,166.04
5	1/31/18	12/1/17 – 12/31/17	\$816,031.95	\$19,993.47	\$796,150.36	\$19,993.47
6	3/1/18	1/1/18 – 1/31/18	\$1,515,928.30	\$63,138.68	\$1,496,046.71	\$63,138.68
7	3/30/18	2/1/18 – 2/28/18	\$1,475,309.62	\$147,447.46	\$795,275.39	\$147,447.46
8	4/30/18	3/1/18 – 3/31/18	\$1,516,160.10	\$448,843.91	\$1,327,778.66	\$448,843.91
9	6/1/18	4/1/18 – 4/30/18	\$1,196,211.02	\$136,591.46	\$1,071,933.57	\$136,591.40
10	6/28/18	5/1/18 – 5/31/18	\$446,668.14	\$224,260.03	\$392,344.93	\$224,260.03
11	8/2/18	6/1/18 – 6/30/18	\$421,418.10	\$4,533.87	\$379,276.29	\$4,533.87
12	9/4/18	7/1/18 – 7/31/18	\$140,429.47	\$2,979.75	\$126,386.52	\$2,979.75
13	10/1/18	8/1/18 – 8/31/18	\$118,233.67	\$31,495.20	\$106,410.30	\$31,495.20

⁵ In accordance with the *Omnibus Order Awarding Interim Allowance of Compensation for Professional Services Rendered and Reimbursements of Expenses for the First Interim Compensation Period from May 3 through September 30, 2017* [Dkt. No. 2685] (“**First Interim Compensation Order**”), WF&G was awarded \$4,505,939.65 in fees and expenses for the first interim period. In accordance with the *Omnibus Order Awarding Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Expenses for the Second Interim Compensation Period from October 1, 2017 through January 31, 2018* [Dkt. No. 3279] (“**Second Interim Compensation Order**”), after review of the deferred fees, WF&G was awarded an additional \$284,337.62 in fees and \$11,526.89 in expenses for the first interim period (although as of the date hereof, WF&G has not yet been paid such amounts). In accordance with the Second Interim Compensation Order, WF&G was also awarded \$4,311,204.12 in fees and expenses for the second interim period.

⁶ The Debtors erroneously paid 90% of the full fee request instead of 90% of the fee request after the 5% discount WF&G has agreed to provide. WF&G’s Second Interim Fee Application only sought payment of the remaining 5% amount that was held back to account for this overpayment.

To the Honorable United States District Court Judge Laura Taylor Swain:

Willkie Farr & Gallagher LLP (“**WF&G**”), in its capacity as counsel to Bettina M. Whyte, the COFINA Agent (the “**COFINA Agent**”) in the above-captioned title III cases (the “**Title III Cases**”), hereby submits its fourth interim fee application (the “**Application**”) for an award of interim compensation for professional services rendered in the amount of \$730,672.54 and reimbursement for actual and necessary expenses incurred in connection with such services in the amount of \$42,302.71 for the period of June 1, 2018 through September 30, 2018 (the “**Application Period**”). WF&G submits this Application pursuant to sections 316 and 317 of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“**PROMESA**”),¹ sections 105(a) and 503(b) of title 11 of the United States Code (the “**Bankruptcy Code**”),² Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”),³ Rule 2016-1 of the Bankruptcy Rules for the United States Bankruptcy Court for the District of Puerto Rico (the “**Local Rules**”),⁴ the *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “**Interim Compensation Order**”) [Dkt. No. 3269], the *United States Trustee’s Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Large Chapter 11*

¹ PROMESA is codified at 48 U.S.C. §§ 2101–2241.

² Unless otherwise noted, all Bankruptcy Code sections cited in this Application are made applicable to these Title III Cases pursuant to section 301(a) of PROMESA.

³ All Bankruptcy Rules referenced in this Application are made applicable to these Title III Cases pursuant to section 310 of PROMESA.

⁴ The Local Rules are made applicable to these Title III Cases by the Court’s *Order (A) Imposing and Rendering Applicable Local Bankruptcy Rules to These Title III Cases, (B) Authorizing Establishment of Certain Notice, Case Management, and Administrative Procedures, and (C) Granting Related Relief* [Dkt. No. 249].

Cases Effective as of November 1, 2013 (the “**UST Guidelines**”)⁵ and the Fee Examiner’s *Fee Review – Timeline and Process Memo* dated November 10, 2017. In support of the Application, in its capacity as counsel to the COFINA Agent, WF&G respectfully represents:

PRELIMINARY STATEMENT

1. WF&G’s services to the COFINA Agent during the Application Period continue to be substantial, necessary and beneficial to the COFINA Agent and have materially advanced the Commonwealth-COFINA Dispute resulting in a settlement supported by substantially all of the key parties. The terms of the settlement are embodied in a settlement agreement executed by the Oversight Board and the COFINA Agent and the proposed COFINA plan of adjustment, both of which were negotiated and drafted during the Application Period and are set for hearing before the Court on January 16, 2019.⁶ During the Application Period, WF&G has provided necessary legal services to the COFINA Agent, including among other things: (i) negotiating the resolution of the Commonwealth-COFINA Dispute underpinning the global settlement; (ii) drafting, negotiating and finalizing the settlement agreement, 9019 motion, plan and disclosure statement; (iii) filing various pleadings with respect to the Commonwealth-COFINA Dispute on behalf of the COFINA Agent; (iv) regularly discussing strategy and key issues in the Commonwealth-COFINA Dispute with the COFINA Agent and her other professionals; and (v) discussing the Commonwealth-COFINA Dispute with the stakeholders of COFINA as required by the Commonwealth-COFINA Stipulation. Throughout the Application Period, the variety and complexity of the issues involved in these cases and the need to address

⁵ Pursuant to the Interim Compensation Order and Local Rule 2016-1, WF&G is required to comply with the UST Guidelines.

⁶ Terms used but not defined herein shall have the meaning ascribed to them in the *Stipulation and Order Approving Procedure to Resolve Commonwealth-COFINA Dispute* [Dkt. No. 996] (the “**Commonwealth-COFINA Stipulation**”).

many of those issues on an expedited basis have required WF&G professionals to devote substantial time on a daily basis.

2. WF&G's services to the COFINA Agent during the Application Period were reasonable and necessary, and WF&G respectfully requests that the Court approve the fees and expenses requested in this Application.

3. None of the services rendered during the Application Period relate to work performed while physically located in Puerto Rico.

JURISDICTION AND VENUE

4. This Court has subject matter jurisdiction over this matter pursuant to section 306(a) of PROMESA.

5. Venue is proper pursuant to section 306(a) of PROMESA.

6. WF&G makes this Application pursuant to sections 316 and 317 of PROMESA, sections 105(a) and 503(b) of the Bankruptcy Code, Bankruptcy Rule 2016, Local Rule 2016-1, the Commonwealth-COFINA Stipulation, the Interim Compensation Order and the UST Guidelines.

BACKGROUND

A. General Background

7. On May 3, 2017, the Commonwealth of Puerto Rico (the "**Commonwealth**"), by and through the Financial Oversight and Management Board for Puerto Rico (the "**Oversight Board**"), as the Commonwealth's representative pursuant to section 315(b) of PROMESA, filed a petition with the Court under title III of PROMESA.

8. On May 5, 2017, the Puerto Rico Sales Tax Financing Corporation ("**COFINA**"), by and through the Oversight Board, as COFINA's representative pursuant to section 315(b) of PROMESA, filed a petition with the Court under title III of PROMESA.

9. On May 21, 2017, the Employees Retirement System for the Commonwealth of Puerto Rico (“**ERS**”), by and through the Oversight Board, as ERS’s representative pursuant to section 315(b) of PROMESA, filed a petition with the Court under title III of PROMESA.

10. On May 21, 2017, the Puerto Rico Highways and Transportation Authority (“**HTA**”), by and through the Oversight Board, as HTA’s representative pursuant to section 315(b) of PROMESA, filed a petition with the Court under title III of PROMESA.

11. On July 3, 2017, the Puerto Rico Electric Power Authority (“**PREPA**”), by and through the Oversight Board, as PREPA’s representative pursuant to section 315(b) of PROMESA, filed a petition with the Court under title III of PROMESA.

12. Through orders entered by the Court, the Commonwealth, COFINA, HTA, ERS, and PREPA Title III Cases (collectively, the “**Title III Cases**”) are jointly administered for procedural purposes only pursuant to section 304(g) of PROMESA and Bankruptcy Rule 1015. [See Dkt. Nos. 242, 537 and 1417.]

B. WF&G’s Retention by the COFINA Agent

13. On August 10, 2017, the Court entered the Commonwealth-COFINA Stipulation, which appointed Bettina M. Whyte as the COFINA Agent and appointed WF&G as her counsel. The Commonwealth-COFINA Stipulation also authorized COFINA to compensate WF&G in accordance with WF&G’s normal hourly rates and reimburse WF&G for the firm’s actual and necessary out-of-pocket expenses incurred, subject to application to this Court as set forth herein. As set forth more fully below, pursuant to the Interim Compensation Order, WF&G has filed four monthly fee statements during the Application Period and as of the date hereof, WF&G has been paid for 90% of the fees and 100% of the expenses requested in its June, July

and August Fee Statements. WF&G has not received payment for its September Fee Statement as of the filing of this Application.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

14. By this Application and pursuant to sections 316 and 317 of PROMESA, sections 105(a) and 503(b) of the Bankruptcy Code, Rule 2016(a) of the Bankruptcy Rules and Rule 2016-1 of the Local Rules, WF&G requests that this Court authorize interim allowance of compensation for professional services rendered and reimbursement of expenses incurred during the Application Period in the amount of \$772,975.25 (the “**Application Amount**”), which includes (a) compensation of \$730,672.54 in fees for services rendered to the COFINA Agent and (b) reimbursement of \$42,302.71 in actual and necessary expenses in connection with these services. The outstanding amounts owed include: (i) 10% of WF&G’s fees for the period of June 1, 2018 through June 30, 2018; (ii) 10% of WF&G’s fees for the period of July 1, 2018 through July 31, 2018; (iii) 10% of WF&G’s fees for the period of August 1, 2018 through August 31, 2018; and (iv) 100% of WF&G’s fees and 100% of WF&G’s expenses for the period of September 1, 2018 through September 30, 2018 (any amounts that remain unpaid as of the date of an order approving this Application, the “**Holdback**”).

PRIOR INTERIM AWARDS AND REQUESTS

15. With respect to its first interim fee application, WF&G agreed to the recommendations made by the Fee Examiner, and according to this consensual resolution, WF&G was awarded \$4,505,939.65 in fees and expenses by this Court pursuant to the First Interim Compensation Order.

16. With respect to its second interim fee application, WF&G agreed to the recommendations made by the Fee Examiner, and according to this consensual resolution,

WF&G was awarded \$4,311,204.12 in fees and expenses by this Court pursuant to the Second Interim Compensation Order. The Second Interim Compensation Order also approved \$295,864.51 in fees and expenses that were deferred for further review by the First Interim Compensation Order.

17. WF&G agreed to adjourn the hearing on its third interim fee application until December 19, 2018 while we continue to work with the Fee Examiner on a consensual resolution of any pending recommendations.

WF&G'S FEES AND EXPENSES FOR THE APPLICATION PERIOD

18. WF&G's services in these cases have materially advanced the Commonwealth-COFINA Dispute resulting in the global settlement embodied in COFINA's plan. Throughout the Application Period, the variety and complexity of the issues involved and the need to address those issues on an expedited basis required WF&G, in the discharge of its professional responsibilities, to devote substantial time by professionals from several legal disciplines on a daily basis.

19. Specifically, WF&G's requested compensation reflects the requisite time, skill and effort WF&G expended during the Application Period towards, inter alia:

- (a) negotiating detailed terms of a global settlement with multiple COFINA creditors;
- (b) negotiating and drafting the settlement agreement signed by the COFINA Agent and the Oversight Board; (c) ensuring the 9019 motion filed in the Commonwealth's case, and COFINA's plan and disclosure statement faithfully incorporate the settlement of the Commonwealth-COFINA dispute negotiated by the COFINA Agent; (c) filing various pleadings with respect to the Commonwealth-COFINA Dispute on behalf of the COFINA Agent;
- (d) regularly discussing strategy and key issues in the Commonwealth-COFINA Dispute with the COFINA Agent and her other professionals; and (e) discussing the settlement of the

Commonwealth-COFINA Dispute with the stakeholders of COFINA as required by the Commonwealth-COFINA Stipulation.

MONTHLY FEE STATEMENTS

20. The Interim Compensation Order provides, among other things, that professionals are required to serve monthly itemized billing statements (the “**Monthly Fee Statements**”) on counsel to the Oversight Board, counsel to AAFAF, the U.S. Trustee, counsel to the Official Committee of Unsecured Creditors, counsel to the Official Committee of Retired Employees and the Fee Examiner (collectively, the “**Notice Parties**”). Upon passage of the objection period, if no objections are received, the Debtors are authorized to pay 90% of the fees and 100% of the expenses requested. In addition to the Interim Compensation Order authorizing payment, the COFINA Agent received further confirmation of the Debtors’ obligation to pay pursuant to the *Order Approving COFINA Agent’s Motion Pursuant to 48 U.S.C. § 2161 and 11 U.S.C. § 105(a) for Order: (I) Confirming that 48 U.S.C. § 2125 Applies to COFINA Agent; (II) Confirming Retention of Local Counsel; and (III) Clarifying Payment of Fees and Expenses of COFINA Agent and her Professionals* [Dkt. No. 1612] (the “**COFINA Protections Order**”). The COFINA Protections Order directs payment to the COFINA Agent’s professionals out of the collateral “purportedly pledged to COFINA bondholders because the services of the COFINA Agent (i) serve as adequate protection for the collateral and/or (ii) are “reasonable” and “necessary” to protect the collateral pursuant to section 506(c) of the Bankruptcy Code, the Agent/Professional Fees shall be paid pursuant to the Interim Compensation Order or any other order of the Court. . . .” COFINA Protections Order ¶ 5. The COFINA Protections Order further provides that if COFINA is unable to make payments to the COFINA Agent’s professionals for any reason, the Commonwealth must make such payments within fourteen days of receiving notice of COFINA’s nonpayment.

21. In compliance with the Interim Compensation Order, WF&G has submitted four (4) Monthly Fee Statements relating to the Application Period. Payment on account of these Monthly Fee Statements was requested as follows:

- (a) Pursuant to the Monthly Fee Statement for the period June 1, 2018 through June 30, 2018 (the “**June Fee Statement**”), WF&G requested payment of \$383,810.16, representing the total of (i) \$379,276.29, which is 90% of the fees requested for services rendered during the period (i.e., \$421,418.10) plus (ii) \$4,533.87, representing 100% of the expenses incurred during the period.
- (b) Pursuant to the Monthly Fee Statement for the period July 1, 2018 through July 31, 2018 (the “**July Fee Statement**”), WF&G requested payment of \$129,366.27, representing the total of (i) \$126,386.52, which is 90% of the fees requested for services rendered during the period (i.e., \$140,429.47), plus (ii) \$2,979.75, representing 100% of the expenses incurred during the period.
- (c) Pursuant to the Monthly Fee Statement for the period August 1, 2018 through August 31, 2018 (the “**August Fee Statement**”), WF&G requested payment of \$137,905.50, representing the total of (i) \$106,410.30 which is 90% of the fees requested for services rendered during the period (i.e., \$118,233.67), plus (ii) \$31,495.20, representing 100% of the expenses incurred during the period.
- (d) Pursuant to the Monthly Fee Statement for the period September 1, 2018 through September 30, 2018 (the “**September Fee Statement**”), WF&G requested payment of \$48,826.06, representing the total of (i) \$45,532.17 which is 90% of the fees requested for services rendered during the period (i.e., \$50,591.30), plus (ii) \$3,293.89, representing 100% of the expenses incurred during the period.

22. WF&G did not receive any objections to its June, July, August or September Fee Statements.

FEES AND EXPENSES INCURRED DURING APPLICATION PERIOD

23. Annexed hereto as Exhibit 1 is the Certification of Joseph G. Minias pursuant to the Local Rules (the “**Certification**”).

24. Annexed hereto as Exhibit 2 is a summary sheet listing each attorney and paraprofessional who has worked on these cases during the Application Period, his or her hourly billing rate during the Application Period, and the amount of WF&G’s fees attributable to each individual. Annexed hereto as Exhibits 2A-F are summary sheets listing each attorney and paraprofessional who has worked on these cases during the Application Period by matter.

25. WF&G also maintains records of all actual and necessary out-of-pocket expenses incurred in connection with the rendition of professional services. A schedule setting forth the categories of expenses and amounts for which reimbursement is requested for the Application Period is annexed hereto as Exhibit 3.

26. WF&G maintains written records of the time expended by attorneys and paraprofessionals carrying out professional services to the COFINA Agent. Such time records are made contemporaneously with the rendition of services by the person rendering such services. Annexed hereto as Exhibit 4 is a list of all of the matters for which services were rendered by WF&G during the Application Period and the aggregate amount of hours and fees expended for each of those matters. In addition, in accordance with the UST Guidelines, Exhibit 4 also includes the budgeted amount for each matter.

27. In accordance with the UST Guidelines, WF&G recorded its services rendered and disbursements incurred in different project matters that reasonably could have been expected to constitute a substantial portion of the fees sought during any given application period.

28. No agreement or understanding exists between WF&G and any other entity for the sharing of compensation to be received for services rendered in or in connection with these cases.

29. The fees charged by WF&G in these Title III Cases are billed in accordance with its existing billing rates and procedures. On January 1, 2018, WF&G raised its rates to match the standard rates charged by WF&G, in accordance with the terms of its engagement letter. WF&G typically raises its rates on October 1st of each year but pursuant to an agreement with the COFINA Agent, WF&G did not increase its rates for these Title III Cases until January 1, 2018.

30. The rates WF&G charged in these cases are consistent with the rates charged by WF&G to its non-bankruptcy clients, prior to the 5% discount that WF&G agreed to due to the exigencies of these cases. WF&G's standard hourly rates are similar to the customary compensation charged by comparably-skilled practitioners in comparable non-bankruptcy and bankruptcy cases in a competitive national legal market. Consistent with the UST Guidelines, Exhibit 5 discloses the blended hourly rate for all non-bankruptcy timekeepers in WF&G's New York office and the blended hourly rate for timekeepers who billed to the COFINA Agent during the Application Period.

SUMMARY OF SERVICES RENDERED

31. The following summary highlights the major areas to which WF&G devoted substantial time and attention during the Application Period. The full breadth of WF&G's services are reflected in WF&G's time records, copies of which are annexed hereto as Exhibits 4(A)-(D).

A. COFINA Bond Litigation
WF&G Billing Code: 00001
(Fees: \$68,926.78 / Hours Billed: 76.3)⁷

32. Pursuant to the Commonwealth-COFINA Stipulation, the Oversight Board appointed the COFINA Agent for the purpose of litigating and/or settling the Commonwealth-COFINA Dispute on behalf of COFINA, and appointed WF&G as counsel to the COFINA Agent.

33. The Commonwealth Agent subsequently commenced an adversary proceeding against the COFINA Agent, attacking COFINA's ownership of and other rights in the sales and use tax revenue that COFINA purportedly pledged to its bondholders.

34. During the Application Period, WF&G, in its capacity as lead counsel to the COFINA Agent, provided a variety of legal services covering a range of issues arising in the COFINA Agent's discharge of her duty to litigate and/or settle the Commonwealth-COFINA Dispute.

35. During the Application Period, WF&G spent time preparing motions in connection with holding the summary judgment ruling in abeyance in cooperation with the Commonwealth Agent and analyzing certain litigations brought by the Oversight Board to determine what impact, if any, they may have on the Commonwealth-COFINA Dispute.

⁷ The summary amounts listed for each matter in this section reflect the 5% discount provided on WF&G's fees.

36. During the Application Period, WF&G budgeted \$100,000.00 in fees for the COFINA Bond Litigation matter. WF&G worked efficiently to use associates to handle the majority of the extensive work performed in connection with this matter, with oversight, input, and participation of partners as appropriate. WF&G was approximately 30% under the budgeted amount for the Application Period.

B. Case Administration
WF&G Billing Code: 00002
(Fees: \$2,319.90 / Hours Billed: 3.7)

37. During the Application Period, WF&G conducted a number of administrative activities that were necessary for the advancement of the Commonwealth-COFINA Dispute including summarizing recently-filed pleadings of significance.

38. These administrative activities are crucial to the COFINA Agent's efficiency and success.

39. WF&G budgeted \$36,500.00 to the Case Administration matter. Through the use of junior attorneys, WF&G was able to perform this necessary work on behalf of the COFINA Agent for significantly less than the amount budgeted.

C. COFINA Bond Negotiation
WF&G Billing Code: 00003
(Fees: \$0.00 / Hours Billed: 0.0)

40. WF&G expended no time addressing bond negotiations during the Application Period.

41. WF&G budgeted \$0.00 during the Application Period for this matter.

D. Settlement Negotiations / Advancement (formerly Mediation)
WF&G Billing Code: 00004
(Fees: \$605,124.82 / Hours Billed: 569.8)

42. On June 23, 2017, this Court entered the *Order Appointing Mediation Team* [Dkt. No. 430] (the “**Mediation Order**”) to establish a process to attempt to cooperatively resolve issues arising in the Title III Cases, including the Commonwealth-COFINA Dispute.

43. The parties bound by the Mediation Order include the COFINA Agent, the Commonwealth Agent and certain of their respective constituents, among others. The Mediation Order requires principals with settlement authority and their respective advisors to personally attend the mediation sessions.

44. The subject matter of the mediation is confidential but generally encompasses any and all issues arising in the Title III Cases, as determined by the appointed mediation team.

45. During the Application Period, WF&G spent a significant amount of time working towards a consensual resolution of the Commonwealth-COFINA Dispute, including: (i) meeting with the Commonwealth Agent, the Oversight Board, AAFAF and other key constituents; (ii) drafting multiple versions of a settlement term sheet; (iii) drafting and negotiating the settlement agreement, 9019 motion, plan and disclosure statement (iv) participating in numerous meetings with the various COFINA constituents to ensure all voices are heard in connection with the settlement; (v) reviewing and drafting responsive pleadings as needed relating to the SUT procedures motion filed the Commonwealth Agent; and (vi) communicating and consulting with the COFINA Agent, the COFINA Agent’s other professionals, the COFINA constituents that are parties to the mediation, and the mediators, as well as participating in numerous meetings in an attempt to reach a global settlement.

46. The time spent during the Application Period on this matter resulted in the announcement of an agreement in principle by the COFINA Agent and Commonwealth Agent on June 5, 2018. On August 8, 2018, the parties, with the support of the Oversight Board and AAFAF, announced the agreement in principle with senior and junior COFINA bondholders and monoline insurers on the economic treatment of COFINA bondholders and on the terms of new COFINA securities. On August 29, 2018 and September 20, 2018, a plan support agreement signed by nearly all key COFINA stakeholders was filed expressing support for a plan of adjustment embodying the agreement in principle negotiated by the COFINA Agent. Shortly following the conclusion of the Application period, on October 19, 2018, the Oversight Board filed the settlement agreement with the COFINA Agent and related 9019 motion in the Commonwealth's Case, and the COFINA plan of adjustment in COFINA's case.

47. During the Application Period, WF&G budgeted \$1,090,000.00 in fees for the Settlement Negotiations & Advancement matter. Primarily as a result of WF&G limiting the participants in the various negotiations, WF&G was able to perform this necessary work on behalf of the COFINA Agent relating to the mediation for approximately 40% than the amount budgeted.

E. Fee Applications & Retention
WF&G Billing Code: 00005
(Fees: \$48,884.15 / Hours Billed: 73.8)

48. During the Application Period, WF&G spent time reviewing billing detail in connection with the preparation of WF&G's monthly fee statements. WF&G also spent time during the Application Period drafting its third interim fee application and drafting and negotiating a motion to compel payment of its fees and expenses after a significant period of time had lapsed in which AAFAF did not pay WF&G's fees. WF&G ultimately withdrew this motion after AAFAF agreed to pay WF&G.

49. WF&G budgeted \$50,000.00 for the Retention and Fee Application matter. WF&G utilized associates and paraprofessionals to handle many tasks in connection with the preparation of the Monthly Fee Statements and third interim fee application and, as a result, was able to perform these tasks for less than the budgeted amount.

F. Fee Application & Retention Objections

WF&G Billing Code: 00006

(Fees: \$0.00 / Hours Billed: 0.0)

50. WF&G expended no time addressing fee application and retention objections during the Application Period.

51. WF&G budgeted \$0.00 during the Application Period for this matter.

G. Budget

WF&G Billing Code: 00007

(Fees: \$338.20 / Hours Billed: 0.7)

52. During the Application Period, WF&G drafted monthly budgets of the projected fees and expenses required to perform its duties related to its representation of the COFINA Agent.

53. WF&G budgeted \$237.00 during the Application Period for this matter and was just slightly over budget.

H. Non-Working Travel

WF&G Billing Code: 00008

(Fees: \$0.00 / Hours Billed: 0.0)

54. WF&G expended no time on non-working travel during the Application Period.

55. WF&G budgeted \$0.00 during the Application Period for this matter. WF&G did not expend any time on this matter as a result of the hearings during the Application Period being held in New York or because of its ability to participate telephonically.

I. Fee Applications for Other COFINA Professionals
WF&G Billing Code: 00010
(Fees: \$5,078.70 / Hours Billed: 7.9)

56. During the Application Period, WF&G spent time reviewing the billing detail and helping the COFINA Agent in preparation of her Monthly Fee Statements. WF&G also spent time during the Application Period drafting certificates of no objection and assisting the COFINA Agent prepare her third interim fee application.

57. WF&G budget \$18,150.00 during the Application Period for this matter. WF&G utilized associates and paraprofessionals to handle many tasks in connection with the preparation of the Monthly Fee Statements and third interim fee application and, as a result, was able to perform these tasks for less than the budgeted amount.

EVALUATING WF&G'S SERVICES

58. Section 317 of PROMESA authorizes interim compensation of professionals and incorporates the substantive standards of section 316 of PROMESA to govern the Court's award of interim compensation. Section 316 of PROMESA provides that a court may award a professional employed by the debtor "reasonable compensation for actual, necessary services rendered," and "reimbursement for actual, necessary expenses." 48 U.S.C. § 2176(a)(1) and (2). Section 316(c) sets forth the criteria for such an award:

In determining the amount of reasonable compensation to be awarded to a professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors including—

- (1) the time spent on such services;
- (2) the rates charged for such services;
- (3) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered to the completion of, a case under this chapter;

(4) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;

(5) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the restructuring field; and

(6) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title or title 11 of the United States Code.

48 U.S.C. § 2176(c).

59. WF&G respectfully submits that the services for which it seeks compensation in this Application were necessary for and beneficial to the COFINA Agent. WF&G further submits that the services rendered to the COFINA Agent were performed efficiently and effectively. Finally, WF&G submits that the compensation requested herein is reasonable in light of the nature, extent and value of such services to the COFINA Agent and those parties impacted by her actions and that the compensation requested is based on the customary compensation charged by comparably skilled practitioners in cases other than cases under title 11.

60. Courts typically employ the “lodestar” approach to calculate awards of attorneys’ fees. See New York State Ass’n for Retarded Children, Inc. v. Casey, 711 F.2d 1136, 1140 (2d Cir. 1983); In re West End Fin. Advisors, LLC, No. 11-11152, 2012 Bankr. LEXIS 3045, at *11 (Bankr. S.D.N.Y. July 2, 2012); In re Drexel Burnham Lambert Group, Inc., 133 B.R. 13, 21-22 (Bankr. S.D.N.Y. 1991) (“In determining the reasonableness of the requested compensation under § 330, Bankruptcy Courts now utilize the lodestar method”). “The lodestar amount is calculated by multiplying the number of hours reasonably expended by the hourly rate,

with the ‘strong presumption’ that the lodestar product is reasonable under § 330.” Drexel, 133 B.R. at 22 (citations omitted).

61. In determining the reasonableness of the services for which compensation is sought, the reviewing court should note that:

the appropriate perspective for determining the necessity of the activity should be prospective: hours for an activity or project should be disallowed only where a Court is convinced it is readily apparent that no reasonable attorney should have undertaken that activity or project or where the time devoted was excessive.

Id. at 23; see also In re Cenargo Int’l PLC, 294 B.R. 571, 595-96 (Bankr. S.D.N.Y. 2003) (“The Court’s benefit of ‘20/20 hindsight’ should not penalize professionals.”).

62. Moreover, courts should be mindful that professionals “must make practical judgments, often with severe time constraints, on matters of staffing, assignments, coverage of hearings and meetings, and a wide variety of similar matters.” Drexel, 133 B.R. at 23. These judgments are presumed to be made in good faith. Id.

63. WF&G has worked cooperatively with the Fee Examiner and will continue to make efforts to comply with the requests made by the Fee Examiner. WF&G has made certain adjustments to this Application as a result of comments by the Fee Examiner on WF&G’s first, second and third interim fee applications. For example, WF&G preemptively capped certain of its expenses pursuant to the guidelines of the Fee Examiner and voluntarily reduced some of its requested fees as the result of concerns by the Fee Examiner regarding the amount of timekeepers attending hearings.

64. Pursuant to the Commonwealth-COFINA Stipulation, WF&G is the COFINA Agent’s lead counsel, and Klee, Tuchin, Bogdanoff & Stern LLP is special municipal bankruptcy counsel to the COFINA Agent. As lead counsel, WF&G is principally responsible

for representing the COFINA Agent in all of the litigation and settlement negotiations relating to the Commonwealth-COFINA Dispute, and WF&G has taken the lead on negotiating with other COFINA constituents, negotiating the terms of the settlement, and other court filings on behalf of the COFINA Agent.

WF&G'S REQUEST FOR INTERIM COMPENSATION

65. WF&G submits that its request for interim allowance of compensation is reasonable. The services rendered by WF&G, as highlighted above, required substantial time and effort, resulting in substantial progress and success in these cases. The services rendered by WF&G during the Application Period were performed diligently and efficiently. When possible, WF&G delegated tasks to lower cost junior attorneys or, for discrete matters, to attorneys with specialized expertise in the particular task at issue. While that approach may have required intra-office conferences or involved individual attorneys who spent only a few hours on the matter at hand, the net result was enhanced cost efficiency.

66. During the Application Period, WF&G encountered a variety of challenging legal issues, often requiring substantial research and the ability to effectively negotiate with both the COFINA Agent's constituents and adversaries. WF&G brought to bear legal expertise in many areas, including bankruptcy, litigation and tax. WF&G attorneys have rendered advice in all of these areas with skill and efficiency.

67. The professional services performed by WF&G on behalf of the COFINA Agent during the Application Period required an aggregate expenditure of 692.4 hours by WF&G's partners, counsel, associates and paraprofessionals. Of the aggregate time expended during the Application Period: 359.3 hours were expended by partners and counsel; 333.1 hours were expended by associates; and 39.8 hours were expended by a paraprofessional.

68. WF&G's hourly billing rates for attorneys working on these cases ranged from \$525 - \$1,500. For the Application Period, compensation in the amount requested results in a blended hourly billing rate for attorneys of approximately \$1,088.11 (before taking into account the 5% discount on WF&G's fees) and a total blended hourly billing rate (including paraprofessionals) of approximately \$1,050.43 (before taking into account the 5% discount on WF&G's fees).

69. WF&G's hourly rates and fees charged are consistent with the market rate for comparable services. As set forth in the Certification, the hourly rates and fees charged by WF&G are the same as those generally charged to, and paid by, WF&G's other clients. Indeed, unlike fees paid by most WF&G clients, due to the "holdback" of fees from prior Monthly Fee Statements, the 5% discount on the Monthly Fee Statements, and the delays inherent in the fee application process, the present value of the fees paid to WF&G by the Debtors generally is less than fees paid by other WF&G clients.

DISCUSSION OF BUDGET AND STAFFING PLAN

70. In accordance with the UST Guidelines, WF&G prepared monthly budgets and staffing plans covering the Application Period, copies of which are annexed hereto as part of Exhibit 6. In compliance with section 6(c) of the UST Guidelines, Exhibit 4 of the Application provides a summary of the hours and gross compensation billed by WF&G during the Application Period compared to the aggregate hours and compensation budgeted for each task code. These budgets were provided to and approved by the COFINA Agent.

71. The estimated amount of fees WF&G expected to incur during the Application Period was approximately \$1,294,887.00. WF&G's fees incurred during the Application Period were \$525,758.00 less than budgeted by WF&G from the actual fees incurred by WF&G during the Application Period before taking into consideration the 5% voluntary

discount on WF&G's fees and \$564,214.46 after taking into consideration the 5% voluntary discount on WF&G's fees. WF&G's requested fees are approximately 40% less than the amount budgeted due to, among other things, WF&G's limitation of personnel involved and the negotiation of a settlement.

72. WF&G provided necessary and beneficial services to the COFINA Agent during the course of the Application Period and took all required actions as and when the need arose. WF&G communicated and worked closely with the COFINA Agent, the COFINA Agent's professionals and similarly situated constituents throughout the Application Period related to the complex, myriad issues that arose, and the COFINA Agent approved WF&G's Monthly Fee Statements.

DISBURSEMENTS

73. WF&G incurred actual and necessary out-of-pocket expenses during the Application Period, in the amounts set forth in Exhibit 3. By this Application, WF&G respectfully requests allowance of such reimbursement in full.

74. Certain disbursements for which WF&G seeks reimbursement include the following:

- a. Duplicating – Charged at \$0.09 per page for black and white copies and \$0.15 per page for color copies, based upon the cost of supplies;
- b. Teleconferencing – WF&G does not charge for long distance telephone calls but does bill for the use of teleconferencing services;
- c. Computer Research Charges – WF&G's practice is to bill clients for LEXIS, Westlaw and Bloomberg Law research at actual cost, which does not include amortization for maintenance and equipment;

- d. Local Meals – WF&G’s practice is to allow any attorney or paralegal working later than 8:00 p.m. to charge a working meal to the appropriate client;
- e. Local Car Service – WF&G’s practice is to allow attorneys and paralegals to charge car service to the appropriate client after 9:00 p.m.;
- f. Delivery Services – WF&G’s practice is to charge postal, overnight delivery and courier services at actual cost;
- g. Lodging/Travel Expenses/Airfare – WF&G’s practice is to charge lodging, airfare and travel services at actual cost to the client; and
- h. Expert Witness Fees – WF&G had one additional expert witness expense which was incurred in April 2018 but was included in its August Monthly Fee Statement.

75. Though WF&G’s practice is to bill clients for secretarial overtime and word processing at actual cost, WF&G, in its billing discretion, did not bill the COFINA Agent for such charges.

PROCEDURE

76. In accordance with the Interim Compensation Order, WF&G has provided: (a) notice and copies of the Application to the Notice Parties and (b) notice of this Application to all parties that have requested notice pursuant to Bankruptcy Rule 2002.⁸ WF&G submits that no other or further notice is required.

77. No previous application for the relief sought herein has been made to this or any other court.

⁸ Copies of the Application, including exhibits, are available on the Debtors’ claims and noticing agents’ website: <https://cases.primeclerk.com/puertorico>.

CONCLUSION

WHEREFORE, WF&G respectfully requests that this Court enter an order:

- (a) allowing interim approval of compensation to WF&G for services rendered from June 1, 2018 through September 30, 2018, inclusive, in the amount of \$730,672.54;
- (b) allowing interim approval of reimbursement to WF&G of actual, necessary expenses incurred in connection with the rendition of such services from June 1, 2018 through September 30, 2018, inclusive, in the amount of \$42,302.71;
- (c) approving and directing the payment of all fees and expenses incurred by WF&G that remain unpaid, including all Holdbacks; and
- (d) such other relief as may be just or proper.

Dated: New York, New York
November 16, 2018

NAVARRO-CABRER LAW OFFICES
Local Counsel to the COFINA Agent

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Counsel for the COFINA Agent

By: /s/ Joseph G. Minias
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Joseph G. Minias (*pro hac vice*)
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EXHIBIT 1

Certification of Joseph G. Minias

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,
Debtors.¹

PROMESA
Title III

Case No. 17-BK-3283 (LTS)

(Jointly Administered)

**CERTIFICATION OF JOSEPH G. MINIAS PURSUANT TO
LOCAL BANKRUPTCY RULE 2016-1(a)(4) REGARDING CERTIFICATION OF
APPLICATIONS FOR COMPENSATION IN PUERTO RICO BANKRUPTCY CASES**

I, Joseph G. Minias, Esq., certify as follows:

1. I am a member of the firm of Willkie Farr & Gallagher LLP (“**WF&G**”).

WF&G represents the COFINA Agent in the above-captioned cases.

2. I submit this certification in conjunction with WF&G’s third interim application (the “**Application**”)² for allowance of fees and reimbursement of expenses for the period June 1, 2018 through September 30, 2018 (the “**Application Period**”) in accordance with Rule 2016-1(a)(4) of the Local Bankruptcy Rules for the District of Puerto Rico, the Bankruptcy Rules, the Bankruptcy Code, the Guidelines for Reviewing Applications for Compensation and

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“**COFINA**”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“**HTA**”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“**ERS**”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“**PREPA**”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

² Capitalized terms used but not otherwise defined herein have the meaning ascribed to them in the Application.

Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases (the “UST Guidelines”) and the Interim Compensation Order (collectively, the “Guidelines”).

3. I am a professional designated by WF&G with the responsibility for WF&G’s compliance in these cases with the Guidelines. This certification is made in connection with the Application for interim allowance of compensation for professional services and reimbursement of expenses for the Application Period in accordance with the Guidelines.

4. Pursuant to Local Rule 2016-1(a)(4) of the Local Rules: (a) I have read WF&G’s Application; (b) to the best of my knowledge, information, and belief, formed after reasonable inquiry (except as stated herein or in the Application), the fees and disbursements sought in the Application fall within the Guidelines; (c) except to the extent the fees and disbursements are prohibited by the Guidelines, the fees and disbursements sought are billed at or below the rates and in accordance with practices customarily employed by WF&G and generally accepted by its clients; and (d) the compensation and reimbursement of expenses sought in this Application are billed at rates no less favorable to the COFINA Agent than those customarily employed by WF&G.

5. I believe that the COFINA Agent has reviewed WF&G’s Monthly Fee Statements that form the basis for the Application and has not objected to the amounts requested therein. Such Monthly Fee Statements were provided to the Notice Parties as required by the Interim Compensation Order.

6. A copy of the daily time records for each of the Monthly Fee Statements, broken down by matter and listing the name of the attorney or paraprofessional, the date on which the services were performed, and the amount of time spent in performing the services has

previously been provided to the Notice Parties. The time records set forth in reasonable detail the services rendered by WF&G in these cases.

7. No public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this Application. The only consideration for providing services under the contract is the payment agreed upon with the COFINA Agent. The amount of this Application is reasonable. To the best of my knowledge, Willkie Farr does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

8. Included in Exhibit 4 of the Application is a list of the different matter headings under which time was recorded during the Application Period. The list includes all discrete matters within these cases during the Application Period that reasonably could have been expected to constitute a substantial portion of the fees sought during any given application period.

9. No agreement or understanding exists between WF&G and any person for a division of compensation or reimbursement received or to be received herein or in connection with these cases.

10. The following is provided in response to the request for additional information set forth in Section C.5 of the UST Guidelines.

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Response: No, WF&G did not vary its standard or customary billing rates, fees or terms for services pertaining to this engagement, except that after negotiations with AAFAF, WF&G agreed to provide a 5% discount on its fees.

Question: If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Response: For the Application Period, WF&G is not seeking fees that exceeded the overall budgets by 10% or more. In addition, the COFINA Agent was provided with WF&G's Monthly Fee Statements for her review, and did not object to the contents thereof.

Question: Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Response: No.

Question: Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billed records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.) If so, please quantify by hours and fees.

Response: Yes. This Application includes approximately \$5,915.17 (after accounting for the 5% discount) in fees and 12.0 hours relating to reviewing or revising WF&G's time records and preparing, reviewing or revising WF&G's invoices. These fees are reflected in billing code number 00005, titled Retention and Fee Applications.

Question: Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?

Response: Yes, in connection with the review of the monthly time records for submission of the Monthly Fee Statements, WF&G reviewed the time detail for privileged or confidential information.

Question: Does this fee application include rate increases since retention?

Response: No.

Dated: New York, New York
November 16, 2018

/s/ Joseph G. Minias
Joseph G. Minias

EXHIBIT 2

Summary of Professionals for the Application Period

COMPENSATION BY INDIVIDUAL

Name	Department	Bar Admission Date ¹	Position	Hours	Hourly Rate(s)	Fees Earned
PARTNERS						
James C. Dugan	Litigation	1994	Partner	0.7	\$1,375	\$962.50
Mathew A. Feldman	Business Reorganization & Restructuring	1992	Partner	56.0	\$1,500	\$84,000.00
Jeffrey B. Korn	Litigation	2001	Partner	1.3	\$1,275	\$1,657.50
Joseph G. Minias	Business Reorganization & Restructuring	2003	Partner	286.1	\$1,275	\$364,777.50
Russell Pinilis	Tax	1997	Partner	1.4	\$1,425	\$1,995.00
Martin L. Seidel	Litigation	1991	Partner	2.5	\$1,500	\$3,750.00
Antonio Yanez, Jr.	Litigation	1997	Partner	11.3	\$1,375	\$15,537.50
ASSOCIATES						
Alexander L. Cheney	Litigation	2008	Associate	3.7	\$990	\$3,663.00
Richard Choi	Business Reorganization & Restructuring	2008	Associate	6.5	\$990	\$6,435.00
Melany Cruz Burgos	Business Reorganization & Restructuring	2017	Associate	9.8	\$525	\$5,145.00
Daniel I. Forman	Business Reorganization & Restructuring	2010	Associate	43.0	\$990	\$42,570.00
Chase I. Gorland	Tax	2018	Associate	2.4	\$525	\$1,260.00
Helena Honig	Business Reorganization & Restructuring	2017	Associate	69.6	\$660	\$45,936.00
Christopher S. Koenig	Business Reorganization & Restructuring	2014	Associate	186.3	\$890	\$165,807.00
Lynnette Cortes Mhatre	Litigation	2015	Associate	11.8	\$840	\$9,912.00
TOTALS:				692.4	\$1,088.11²	\$753,408.00

¹ Unless otherwise indicated, the admission date included herein reflects the earliest admission of each attorney to the New York State Bar.

² The blended hourly billing rate before the 5% discount of \$1,088.11 is derived by dividing the total fees (excluding paraprofessionals) of \$753,408.00 by the total hours of 692.4. The blended hourly billing rate after the 5% discount of \$1,033.70 is derived by dividing the total fees (excluding paraprofessionals) of \$715,737.60 by the total hours of 692.4.

Name	Department	Bar Admission Date ¹	Position	Hours	Hourly Rate(s)	Fees Earned
TOTAL FEES WITH 5% DISCOUNT:						\$715,737.60
PARAPROFESSIONALS						
Alison Ambeault	Business Reorganization & Restructuring		Practice Support Manager	39.8	\$395	\$15,721.00
TOTALS:				732.2		\$769,129.00
TOTAL WITH 5% DISCOUNT						\$730,672.54

EXHIBIT 2-A
COFINA BOND LITIGATION – COMPENSATION BY INDIVIDUAL

Name	Department	Position	Hours	Fees Earned
PARTNERS				
Mathew A. Feldman	Business Reorganization & Restructuring	Partner	5.0	\$7,500.00
Joseph G. Minias	Business Reorganization & Restructuring	Partner	21.7	\$27,667.50
ASSOCIATES				
Alexander L. Cheney	Litigation	Associate	1.2	\$1,188.00
Melany Cruz Burgos	Business Reorganization & Restructuring	Associate	4.8	\$2,520.00
Daniel I. Forman	Business Reorganization & Restructuring	Associate	7.9	\$7,821.00
Helena Honig	Business Reorganization & Restructuring	Associate	16.1	\$10,626.00
Christopher Koenig	Business Reorganization & Restructuring	Associate	7.4	\$6,586.00
Lynnette Cortes Mhatre	Litigation	Associate	8.6	\$7,224.00
PARAPROFESSIONALS				
Alison Ambeault	Business Reorganization & Restructuring	Practice Support Manager	3.6	\$1,422.00
TOTALS:			76.3	72,554.50
TOTAL AFTER 5% DISCOUNT:				\$68,926.77

EXHIBIT 2-B
CASE MANAGEMENT – COMPENSATION BY INDIVIDUAL

Name	Department	Position	Hours	Fees Earned
ASSOCIATES				
Helena Honig	Business Reorganization & Restructuring	Associate	3.7	\$2,442.00
TOTALS:			3.7	\$2,442.00
TOTAL AFTER 5% DISCOUNT:				\$2,319.90

EXHIBIT 2-C
SETTLEMENT NEGOTIATIONS & ADVANCEMENT – COMPENSATION BY INDIVIDUAL

Name	Department	Position	Hours	Fees Earned
PARTNERS				
James C. Dugan	Litigation	Partner	0.7	\$962.50
Mathew A. Feldman	Business Reorganization & Restructuring	Partner	51.0	\$76,500.00
Jeffrey B. Korn	Litigation	Partner	1.3	\$1,657.50
Joseph G. Minias	Business Reorganization & Restructuring	Partner	255.3	\$325,507.50
Russell Pinilis	Tax	Partner	1.4	\$1,995.00
Martin Seidel	Litigation	Partner	2.5	\$3,750.00
Antonio Yanez, Jr.	Litigation	Partner	11.3	\$15,537.50
ASSOCIATES				
Alexander L. Cheney	Litigation	Associate	2.5	\$2,475.00
Richard Choi	Business Reorganization & Restructuring	Associate	6.5	\$6,435.00
Melany Cruz Burgos	Business Reorganization & Restructuring	Associate	5.0	\$2,625.00
Daniel I. Forman	Business Reorganization & Restructuring	Associate	35.1	\$34,749.00
Chase Gorland	Tax	Associate	2.4	\$1,260.00
Helena Honig	Business Reorganization & Restructuring	Associate	35.9	\$23,694.00
Christopher Koenig	Business Reorganization & Restructuring	Associate	152.8	\$135,992.00
Lynette Cortes Mhatre	Litigation	Associate	3.2	\$2,688.00
PARAPROFESSIONALS				
Alison Ambeault	Business Reorganization & Restructuring	Practice Support Manager	2.9	\$1,145.50
TOTALS:			569.8	\$636,973.50
TOTAL AFTER 5% DISCOUNT:				\$605,124.82

EXHIBIT 2-D

FEE APPLICATIONS AND RETENTION – COMPENSATION BY INDIVIDUAL

Name	Department	Position	Hours	Fees Earned
PARTNERS				
Joseph G. Minias	Business Reorganization & Restructuring	Partner	9.1	\$11,602.50
ASSOCIATES				
Helena Honig	Business Reorganization & Restructuring	Associate	12.3	\$8,118.00
Christopher Koenig	Business Reorganization & Restructuring	Associate	22.3	\$19,847.00
PARAPROFESSIONALS				
Alison Ambeault	Business Reorganization & Restructuring	Practice Support Manager	30.1	\$11,889.50
TOTALS:			73.8	\$51,457.00
TOTAL AFTER 5% DISCOUNT				\$48,884.15

EXHIBIT 2-E
BUDGET – COMPENSATION BY INDIVIDUAL

Name	Department	Position	Hours	Fees Earned
ASSOCIATE				
Helena Honig	Business Reorganization & Restructuring	Associate	0.3	\$198.00
PARAPROFESSIONAL				
Alison R. Ambeault	Business Reorganization & Restructuring	Practice Support Manager	0.4	\$158.00
TOTALS:			0.7	\$356.00
TOTAL AFTER 5% DISCOUNT:				\$338.20

EXHIBIT 2-F
FEE APPLICATIONS FOR OTHER COFINA PROFESSIONALS
COMPENSATION BY INDIVIDUAL

Name	Department	Position	Hours	Fees Earned
ASSOCIATES				
Helena Honig	Business Reorganization & Restructuring	Associate	1.3	\$858.00
Christopher Koenig	Business Reorganization & Restructuring	Associate	3.8	\$3,382.00
PARAPROFESSIONALS				
Alison Ambeault	Business Reorganization & Restructuring	Practice Support Manager	2.8	\$1,106.00
TOTALS:			7.9	\$5,346.00
TOTAL AFTER 5% DISCOUNT:				\$5,078.70

EXHIBIT 3

Summary of Expenses for the Application Period

Disbursements for Period June 1, 2018 through September 30, 2018

Disbursement	Amount
Postage/Messenger/Overnight Delivery	\$201.58
Local Transportation	\$349.95
Local Meals	\$293.91
Reproduction	\$684.63
Air Freight	\$566.05
Data Acquisition (includes Legal Research)	\$2,359.88
Outside Consultants (including e-discovery provider and expert fees)	\$36,977.00
Transcript Costs	\$164.40
Teleconferencing	\$635.31
Court Reporter / Other Fees	\$70.00
Total:	\$42,302.71

EXHIBIT 4

Summary of Time by Billing Category for the Application Period

SERVICES RENDERED BY CATEGORY
JUNE 1, 2018 THROUGH SEPTEMBER 30, 2018

Service Category	Hours Billed	Fees Billed	Budgeted Hours	Budgeted Fees
COFINA Bond Litigation	76.3	\$72,554.50	120.0	\$100,000.00
Case Administration	3.7	\$2,442.00	55.0	\$36,500.00
COFINA Bond Negotiation	0.0	\$0.00	0.0	\$0.00
Mediation	569.8	\$636,973.50	945.0	\$1,090,000.00
Fee Applications and Retention	73.8	\$51,457.00	72.0	\$50,000.00
Fee Application and Retention Objections	0.0	\$0.00	0.0	\$0.00
Budget	0.7	\$356.00	\$0.6	\$237.00
Non-Working Travel	0.0	\$0.00	0.0	\$0.00
Retention Matters for Other COFINA Professionals	0.0	\$0.00	0.0	\$0.00
Fee Applications for Other COFINA Professionals	7.9	\$5,346.00	26.6	\$18,150.00
TOTAL	732.2	\$769,129.00¹	1,219.2	\$1,294,887.00

¹ The difference in budgeted fees and actual fees prior to taking into account the 5% discount on the June, July, August and September Fee Statements is \$525,758.00. After taking into account the 5% discount, the difference between the budgeted fees and actual fees requested is \$564,214.46.

EXHIBIT 4-A

Time and Expense Detail for the June Fee Statement

MATTER TIME DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
17046	CRUZ BURGOS M M	ASSOCIATE	06/04/2018			Research and drafting memo re: issue relating to municipal bankruptcies.	4.8	2,520.00	20238334
15870	MHATRE L C	ASSOCIATE	06/10/2018			Finalize summary of Whitebox litigation.	1.3	1,092.00	20209906
TOTAL 124976.00001							6.1	3,612.00	
TOTAL							6.1	3,612.00	

MATTER TIME DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00002 CASE ADMINISTRATION

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
16624	HONIG H	ASSOCIATE	06/11/2018			Review and summarize recently filed pleadings (.6).	0.6	396.00	20242264
			06/19/2018			Review and summarize recently filed pleadings.	0.6	396.00	20242284
			06/20/2018			Review and summarize recently filed pleadings.	0.4	264.00	20242273
			06/21/2018			Review and summarize recently filed pleadings.	0.3	198.00	20242303
			06/22/2018			Review and summarize recently filed pleadings.	0.7	462.00	20337533
			06/28/2018			Review and summarize recently filed pleadings.	0.7	462.00	20263821
			06/29/2018			Review and summarize recently filed pleadings.	0.4	264.00	20275692
TOTAL 124976.00002							3.7	2,442.00	
TOTAL							3.7	2,442.00	

MATTER TIME DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
13178	CHENEY A L	ASSOCIATE	06/01/2018			Corr. w/ A. Yanez re: settlement status.	0.6	594.00	20209275
10083	FELDMAN M A	PARTNER	06/01/2018			Conference call re: settlement and related with Judge Houser (.8); calls with L. Despina, J. Minias, B. Whyte re: same (1.5).	2.3	3,450.00	20205544
16002	KOENIG C	ASSOCIATE	06/01/2018			Call with J. Minias and Commonwealth Agent re: settlement (.5); reviewing and revising term sheet for settlement (2.3); correspondence with M. Feldman and J. Minias re: same (.5).	3.3	2,937.00	20243740
15142	MINIAS J G	PARTNER	06/01/2018			Call with client re: settlement (.6); call with L. Despina re: settlement (.6); work on agreement in principle (7.6).	8.8	11,220.00	20258755
12681	YANEZ, JR. A	PARTNER	06/01/2018			Review and revision of proposed findings in connection with settlement (.8); corr. w/ A. Cheney as to same (.6).	1.4	1,925.00	20271553
10083	FELDMAN M A	PARTNER	06/02/2018			Call with L. Despina re: settlement (.3); review revised Term Sheet (.5).	0.8	1,200.00	20205567
16002	KOENIG C	ASSOCIATE	06/02/2018			Reviewing and revising motion re: deferring summary judgment ruling (3.8); correspondence with J. Minias re: same (.3); reviewing and revising term sheet of settlement (1.6); correspondence with M. Feldman and J. Minias re: same (.4).	6.1	5,429.00	20243726
15142	MINIAS J G	PARTNER	06/02/2018			Revise agreement in principle (6.5); various calls w/ constituents re: same (1.3).	7.8	9,945.00	20258763
17046	CRUZ BURGOS M M	ASSOCIATE	06/03/2018			Research re: injunction and settlement issues.	2.6	1,365.00	20238477
16002	KOENIG C	ASSOCIATE	06/03/2018			Reviewing Commonwealth Agent revisions to proposed settlement (.6); reviewing and revising term sheet re: same (.5).	1.1	979.00	20243864
15142	MINIAS J G	PARTNER	06/03/2018			Revise settlement agreement (7.6); various calls w/ constituents re: same (1.8).	9.4	11,985.00	20258768
13178	CHENEY A L	ASSOCIATE	06/04/2018			Draft proposed findings for settlement agreement (.7); corr. w/ A. Yanez re: same (.2); call w/ C. Koenig re: settlement (.2).	1.1	1,089.00	20209274
12678	DUGAN J C	PARTNER	06/04/2018			Review proposed findings of fact for use in settlement.	0.7	962.50	20281515
10083	FELDMAN M A	PARTNER	06/04/2018			Reviewing and revising settlement agreement.	7.5	11,250.00	20205518
16624	HONIG H	ASSOCIATE	06/04/2018			Prepare mediation talking points re: settlement.	1.9	1,254.00	20242266

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Currency: USD

For Acct
Only

Id	Name	Title	Work	Task	Activity	Description	Worked	Standard	Rates	Index
			Date	Code	Code			Hours	Amount	
16002	KOENIG C	ASSOCIATE	06/04/2018			Reviewing and revising settlement term sheet (6.1); various calls with Commonwealth Agent re: same (.8); various calls with COFINA Agent, M. Feldman and J. Minias re: same (1.5).	8.4	7,476.00		20243988
15215	KORN J B	PARTNER	06/04/2018			Review proposed filing re: potential settlement (.9); calls w/ WFG team re: same (.4).	1.3	1,657.50		20264533
15142	MINIAS J G	PARTNER	06/04/2018			Finalizing agreement in principle.	10.4	13,260.00		20258745
12681	YANEZ, JR. A	PARTNER	06/04/2018			Corr. with team as to findings of fact and related aspects of settlement (.3); review and revision of same (.3).	0.6	825.00		20271534
13086	AMBEAULT A	LEGAL ASSISTANT	06/05/2018			Assist w/ preparation of Joint Urgent Motion re: Settlement (1.1); prepare, file and serve joint urgent motion (.6); corr. w/ C. Koenig re: same (.1).	1.8	711.00		20264372
17046	CRUZ BURGOS M M	ASSOCIATE	06/05/2018			Revise memo regarding enforcing settlement.	1.5	787.50		20238444
10083	FELDMAN M A	PARTNER	06/05/2018			Work on settlement including drafting and commenting (2.4); calls with client re: same (.4); calls with L. Despins re: same (.3); calls with Judge Houser re: status (.4).	3.5	5,250.00		20205536
16002	KOENIG C	ASSOCIATE	06/05/2018			Reviewing and revising settlement term sheet (2.9); calls with COFINA Agent, M. Feldman, J. Minias, Klee Tuchin and counsel to Commonwealth Agent re: same (1.7); o/c with COFINA Agent, M. Feldman, J. Minias, Klee Tuchin, and counsel to Commonwealth Agent re: same (.8) reviewing and revising joint urgent motion re: same (1.4); correspondence with COFINA Agent, M. Feldman, J. Minias, Klee Tuchin and counsel to Commonwealth Agent re: same (.5).	7.3	6,497.00		20243685
15142	MINIAS J G	PARTNER	06/05/2018			Finalizing agreement in principle.	8.9	11,347.50		20258752
17246	SEIDEL M L	PARTNER	06/05/2018			Review settlement termsheet.	0.5	750.00		20220968
12681	YANEZ, JR. A	PARTNER	06/05/2018			Corr. with team as to settlement (.4); review draft informative motion as to settlement (.2).	0.6	825.00		20271525
10083	FELDMAN M A	PARTNER	06/06/2018			Conference call with constituents re: settlement (1.0); meeting with Proskauer re: settlement (.6); prepare for same (.9); calls with L. Despins and Judge Houser re: disclosure (1.0).	3.5	5,250.00		20205570

Desc: Main

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Matter Type: BANKRUPTCY

Currency: USD									For Acct Only
Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
16624	HONIG H	ASSOCIATE	06/06/2018			T/c with C. Koenig re: settlement (.2); review settlement term sheet (.1).	0.3	198.00	20242249
16002	KOENIG C	ASSOCIATE	06/06/2018			Reviewing and revising settlement agreement (3.5); call with COFINA professionals re: agreement in principle (.5); meeting at Proskauer re: agreement in principle (.6); follow up call with COFINA Agent re: meetings and next steps (.5).	5.1	4,539.00	20243977
15142	MINIAS J G	PARTNER	06/06/2018			Finalizing agreement in principle and addressing press release issues.	10.6	13,515.00	20258756
12681	YANEZ, JR. A	PARTNER	06/06/2018			Conference with COFINA side as to settlement (.7); conference with COFINA Agent as to same (.6); appearance at omnibus hearing (3.1).	4.4	6,050.00	20271638
10083	FELDMAN M A	PARTNER	06/07/2018			Conference call with constituents re: settlement (.7); calls with various COFINA holders re: settlement (1.8); calls with L. Despins and Judge Houser re: status (.8); review Motion and related docs (2.7).	6.0	9,000.00	20205556
16002	KOENIG C	ASSOCIATE	06/07/2018			Reviewing and revising settlement agreement (4.2); follow up call with COFINA Agent professionals re: agreement in principle (.7); reviewing and revising statement re: agreement in principle (1.9); various correspondence with J. Minias and B. Whyte re: same (.4).	7.2	6,408.00	20243898
15142	MINIAS J G	PARTNER	06/07/2018			Review press release (.4); work on settlement agreement (9.8); call with A. Bongartz re: same (.4); call with M. Rodrique re: same (.5); call with L. Despins re: status (.4); o/c with M. Feldman re: agreement (.3); review joint motion (.6).	12.4	15,810.00	20258747
12681	YANEZ, JR. A	PARTNER	06/07/2018			Conference with COFINA Agent team as to aspects of settlement (.5); related follow up (.4).	0.9	1,237.50	20271577
13178	CHENEY A L	ASSOCIATE	06/08/2018			Call w/ C. Koenig re settlement question (.2); call w. LM re assignment re release in settlement (.2).	0.4	396.00	20209297
10083	FELDMAN M A	PARTNER	06/08/2018			Review prep materials to implement settlement.	0.8	1,200.00	20209714
16624	HONIG H	ASSOCIATE	06/08/2018			Meet with C. Koenig re: letter to FOMB (.4); research i/c/w same (1.5).	1.9	1,254.00	20242249

Desc: Main

						Only			
Id	Name	Title	Work	Task	Activity	Description	Worked	Standard Rates	Index
			Date	Code	Code			Hours	
16002	KOENIG C	ASSOCIATE	06/08/2018			Reviewing and revising settlement agreement (6.1); call with Commonwealth Agent re: next steps for settlement (.6); summarizing call for client (.4); meeting with H. Honig re: research relating to settlement (.4); meeting with J. Minias re: settlement agreement (.9); correspondence with Commonwealth Agent re: term sheet (.6).	9.0	8,010.00	20243831
15870	MHATRE L C	ASSOCIATE	06/08/2018			Review and draft summary of Whitebox litigation i/c/w settlement review.	3.1	2,604.00	20209931
15142	MINIAS J G	PARTNER	06/08/2018			Drafting settlement agreement (7.6); calls with B. Whyte, Klee, C. Koenig (.9).	8.5	10,837.50	20258764
12681	YANEZ, JR. A	PARTNER	06/08/2018			Consideration of effect of settlement on other cases.	0.3	412.50	20271663
14537	FORMAN D I	ASSOCIATE	06/09/2018			Review draft settlement terms.	0.6	594.00	20209105
16624	HONIG H	ASSOCIATE	06/09/2018			Draft letter re: settlement.	0.5	330.00	20242240
16002	KOENIG C	ASSOCIATE	06/09/2018			Reviewing and revising settlement agreement.	10.9	9,701.00	20243714
15142	MINIAS J G	PARTNER	06/09/2018			Reviewing draft settlement agreement.	3.4	4,335.00	20258757
10083	FELDMAN M A	PARTNER	06/10/2018			Review settlement task list (.1); provide comments re: same (.2).	0.3	450.00	20209687
14537	FORMAN D I	ASSOCIATE	06/10/2018			Review draft settlement agreement and terms.	0.6	594.00	20209816
15142	MINIAS J G	PARTNER	06/10/2018			Reviewing draft settlement agreement.	3.9	4,972.50	20258770
13178	CHENEY A L	ASSOCIATE	06/11/2018			Review potential settlement issues.	0.4	396.00	20243538
15161	CHOI R	ASSOCIATE	06/11/2018			Confer with J. Minias regarding status and settlement construct (.4); review settlement documents (1.0).	1.4	1,386.00	20288688
10083	FELDMAN M A	PARTNER	06/11/2018			Meeting at Proskauer re: settlement (1.3); call with B. Whyte re: follow up (.2); review pleadings and order on 60 day standstill (.8).	2.3	3,450.00	20211725
14537	FORMAN D I	ASSOCIATE	06/11/2018			Prepare for (.4); conf. call w/ creditor representatives re: settlement term sheet issues (1.3); corr. w/ J. Minias and A. Yanez re: same (.3); o/c w/ J. Minias re: same (.2); revisions to settlement agreement (1.5).	3.7	3,663.00	20213815
15142	MINIAS J G	PARTNER	06/11/2018			Meeting at Proskauer re: settlement (1.3); prepare for same (.7); review and revise settlement agreement (7.7).	9.7	12,367.50	20258750

MATTER TIME DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

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Run Date & Time: 7/31/2018 4:22:22PM

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Worked Thru 06/30/2018

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Billing Partner: FELDMAN M A

Matter: 00004 MEDIATION

Matter Type: BANKRUPTCY

Currency: USD

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
12681	YANEZ, JR. A	PARTNER	06/11/2018			Conference with Klee team as to settlement (.3); and preparation for same (.1); review filings as to settlement (.5).	0.9	1,237.50	20271668
15161	CHOI R	ASSOCIATE	06/12/2018			Review settlement agreement (.5); review settlement term sheet (.4); review documents related to same (.9); correspondence w/ team re: same (.3).	2.1	2,079.00	20288644
10083	FELDMAN M A	PARTNER	06/12/2018			Call with Judge Houser re: status.	0.3	450.00	20221345
14537	FORMAN D I	ASSOCIATE	06/12/2018			Revisions to settlement agreement (5.2); o/c w/ J. Minias re: same (.3).	5.5	5,445.00	20213794
16624	HONIG H	ASSOCIATE	06/12/2018			Research adversary proceedings for releases re: settlement.	3.6	2,376.00	20242247
15142	MINIAS J G	PARTNER	06/12/2018			Review settlement agreement (3.4); calls with holders re: same (1.8); reviewing Klee injunction memo (.9); reviewing draft BONY motion by Commonwealth Agent (1.4).	7.5	9,562.50	20258766
12681	YANEZ, JR. A	PARTNER	06/12/2018			Review of matters relating to funds held by BONY (.3); corr. with J. Minias as to same and settlement agreement terms (.3).	0.6	825.00	20271598
15161	CHOI R	ASSOCIATE	06/13/2018			Review latest version of settlement agreement.	0.5	495.00	20288604
14537	FORMAN D I	ASSOCIATE	06/13/2018			Review changes to settlement agreement (.4); related corr re: same (.1).	0.5	495.00	20219255
16624	HONIG H	ASSOCIATE	06/13/2018			Meet with C. Koenig re: settlement agreement (.6); draft schedule for settlement agreement (.7); revise settlement agreement (.9).	2.2	1,452.00	20242306
16002	KOENIG C	ASSOCIATE	06/13/2018			Reviewing and revising settlement agreement (3.7); meeting with J. Minias re: same (.7); various correspondence with H. Honig re: same (.9).	5.3	4,717.00	20243710
15142	MINIAS J G	PARTNER	06/13/2018			Review/revise settlement agreement per meetings.	6.8	8,670.00	20258751
17246	SEIDEL M L	PARTNER	06/13/2018			Telephone calls and emails with A. Ambeault, C. Koenig re: experts (.3); telephone calls with A. Friedman re: same (.5); conference with J. Dugan re: same (.3).	1.1	1,650.00	20220977
15161	CHOI R	ASSOCIATE	06/14/2018			Meeting with J. Minias, C. Koenig, H. Honig and D. Forman regarding Settlement Agreement draft (.7); review Settlement Agreement (.5); confer with C. Koenig re: same (.2).	1.4	1,386.00	20288975

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

For Acct
Only

						Only				
Id		Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
14537	FORMAN D I		ASSOCIATE	06/14/2018			Revisions to settlement agreement (2.9); prepare for (.4); o/c w/ J. Minias, R. Choi, C. Koenig and H. Honig (.7).	4.0	3,960.00	20221990
16624	HONIG H		ASSOCIATE	06/14/2018			Revise settlement agreement (.9); revise letter to FOMB (1.2).	2.1	1,386.00	20242300
				06/14/2018			Team meeting re: settlement (.7); prepare for same (.1).	0.8	528.00	20242304
16002	KOENIG C		ASSOCIATE	06/14/2018			Reviewing and revising settlement agreement (4.8); meeting with J. Minias, R. Choi, D. Forman, H. Honig re: same (.7); various correspondence with J. Minias and H. Honig re: same (.3).	5.8	5,162.00	20243800
15142	MINIAS J G		PARTNER	06/14/2018			Review/comment on settlement agreement (6.1); calls with B. Whyte and E. Kay re: same (1.1).	7.2	9,180.00	20258746
15161	CHOI R		ASSOCIATE	06/15/2018			Review settlement agreement (.2); review correspondence related to changes (.5).	0.7	693.00	20288874
10083	FELDMAN M A		PARTNER	06/15/2018			Comment on Settlement Agreement.	0.5	750.00	20225981
14537	FORMAN D I		ASSOCIATE	06/15/2018			Review comments to settlement agreement.	0.2	198.00	20226321
16002	KOENIG C		ASSOCIATE	06/15/2018			Reviewing and revising settlement agreement (2.9); correspondence with M. Feldman, J. Minias, and Klee team re: same (.4).	3.3	2,937.00	20243951
15142	MINIAS J G		PARTNER	06/15/2018			Revisions to settlement agreement.	4.5	5,737.50	20258765
14537	FORMAN D I		ASSOCIATE	06/16/2018			Review and comment on draft settlement agreement.	0.5	495.00	20226310
16002	KOENIG C		ASSOCIATE	06/17/2018			Reviewing and revising settlement agreement per comments received from J. Minias.	1.1	979.00	20243824
15161	CHOI R		ASSOCIATE	06/18/2018			Review revised settlement agreement.	0.4	396.00	20288992
10083	FELDMAN M A		PARTNER	06/18/2018			Review revised Settlement Agreement.	0.3	450.00	20232333
14537	FORMAN D I		ASSOCIATE	06/18/2018			Review revisions to settlement agreement (.6); o/c w/ J. Minias, A. Yanez and C. Koenig re: same (.3); conf. call w/ Klee team re: same (.2).	1.1	1,089.00	20233843
16002	KOENIG C		ASSOCIATE	06/18/2018			Further revisions to settlement agreement (4.8); call with Klee team re: same (.2); meeting with J. Minias, A. Yanez, D. Forman re: same (.3).	5.3	4,717.00	20243995

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

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Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Currency: USD

							For Acct Only
			Work Date	Task Code	Activity Code		

MATTER TIME DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

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Run Date & Time: 7/31/2018 4:22:22PM

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Worked Thru 06/30/2018

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Billing Partner: FELDMAN M A

Matter: 00004 MEDIATION

Matter Type: BANKRUPTCY

Currency: USD

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
10083	FELDMAN M A	PARTNER	06/21/2018			Conference call with FOMB re: settlement (.6); follow up work on meeting prep (1.2).	1.8	2,700.00	20287563
14537	FORMAN D I	ASSOCIATE	06/21/2018			Conf. call re: tax, securities, and injunction issues.	0.3	297.00	20240779
16002	KOENIG C	ASSOCIATE	06/21/2018			Call with CW Agent and FOMB re: settlement agreement and next steps (.4); reviewing and revising reply iso CW Agent Motion (.3); reviewing and revising settlement agreement (2.4).	3.1	2,759.00	20243670
15142	MINIAS J G	PARTNER	06/21/2018			Call with A. Bongartz re: settlement (.5); revisions to settlement agreement (2.7).	3.2	4,080.00	20258759
13086	AMBEAULT A	LEGAL ASSISTANT	06/22/2018			Prepare statement re: CW Agent Procedures Motion for filing (.3); corr. w/ C. Koenig re: same (.1); file and serve same (.4).	0.8	316.00	20266734
10083	FELDMAN M A	PARTNER	06/22/2018			Review letter from Mediation Party (.8); client call re: same (.7); review Agent Motion re: BNY Cash (.8); review and comment on Reply (.5).	2.8	4,200.00	20287516
14537	FORMAN D I	ASSOCIATE	06/22/2018			Comment on draft plan term sheet (.3); t/cs and corr. w/ C. Koenig and J. Minias (.2); review letter from Mediation Party (.1).	0.6	594.00	20242363
16624	HONIG H	ASSOCIATE	06/22/2018			Revise letter re: settlement.	0.9	594.00	20242291
16002	KOENIG C	ASSOCIATE	06/22/2018			Reviewing and revising reply re: CW Agent motion (.3); correspondence with B. Whyte re: same (.2); reviewing and revising settlement agreement (1.7); reviewing AAFAF motion and sur-reply (.8); correspondence with J. Minias re: same (.4); reviewing CW Agent reply (.4).	3.8	3,382.00	20243735
15142	MINIAS J G	PARTNER	06/22/2018			Finish reply concerning BONY motion (3.8); reviewing Mediation Party term sheet re: COFINA plan (2.8).	5.6	7,140.00	20258760
10083	FELDMAN M A	PARTNER	06/24/2018			Conference call re: Mediation Party letter.	0.5	750.00	20251667
16002	KOENIG C	ASSOCIATE	06/24/2018			Call with COFINA Agent re AAFAF letter (.2); reviewing and revising response to AAFAF letter (.9); correspondence with M. Feldman and J. Minias re: same (.2).	1.3	1,157.00	20252296
15142	MINIAS J G	PARTNER	06/24/2018			Review Mediation Party letter draft (1.2); call with client re: same (.6).	1.8	2,295.00	20258774
10083	FELDMAN M A	PARTNER	06/25/2018			Review intervention pleadings related to joint motion on BNY escrow.	0.8	1,200.00	20287514

Matter Type: BANKRUPTCY

Currency: USD

Currency: USD

									For Acct Only
ID	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
14537	FORMAN D I	ASSOCIATE	06/25/2018			Revise draft letter to Mediation Party, related corr re: same (.2); review comments to settlement agreement (.3); related corr. w/ C. Koenig and J. Minias (.1).	1.2	1,188.00	20249790
16002	KOENIG C	ASSOCIATE	06/25/2018			Reviewing and revising settlement agreement (2.4); reviewing and revising response letter to Mediation Party (.6); correspondence with B. Whyte and J. Minias re: same (.6).	3.6	3,204.00	20252218
15142	MINIAS J G	PARTNER	06/25/2018			Call with holders re: term sheet (.4); reviewing Mediation Party letter / revising same (1.7); call with A. Yanez re: same (.3).	2.4	3,060.00	20258748
17683	PINILIS R	PARTNER	06/25/2018			Review of documents in preparation for meeting.	1.3	1,852.50	20246984
12681	YANEZ, JR. A	PARTNER	06/25/2018			Review Mediation Party letter and draft response.	0.2	275.00	20271538
17046	CRUZ BURGOS M M	ASSOCIATE	06/26/2018			Reviewing agreement in principle for client call (.3); call with C. Koenig re: same (.1); call with bondholder re: same (.5).	0.9	472.50	20296897
10083	FELDMAN M A	PARTNER	06/26/2018			Meeting at Proskauer re: settlement (in part).	2.5	3,750.00	20287509
14537	FORMAN D I	ASSOCIATE	06/26/2018			Revise draft settlement agreement (.9); related t/cs and corr. w/ C. Koenig (.3); review summary of meeting re: settlement (.2); prepare for (.5); conf. call w/ client and Klee re: settlement (.3).	2.2	2,178.00	20257900
16624	HONIG H	ASSOCIATE	06/26/2018			Prepare materials for mediation meeting.	1.1	726.00	20263596
16002	KOENIG C	ASSOCIATE	06/26/2018			Meeting at Proskauer with FOMB and Commonwealth Agent re: settlement agreement (3.1); preparing summary of meeting for client (1.1); reviewing and revising settlement agreement (1.8); correspondence with J. Minias and D. Forman re: same (.7).	6.7	5,963.00	20290389
15142	MINIAS J G	PARTNER	06/26/2018			Call with M. Rodrique re: meeting (.3); prepare for (.3); and attend meeting with OB (3.1); call with client re: same (.6); reviewing meeting summary (.3); o/c with M. Feldman re: next steps (.4); revisions to settlement agreement (2.8).	7.8	9,945.00	20258761
17683	PINILIS R	PARTNER	06/26/2018			Meeting at Proskauer to discuss settlement.	0.1	142.50	20252471
10083	FELDMAN M A	PARTNER	06/27/2018			Weekly update call w/ client re: status.	0.6	900.00	20287543
14537	FORMAN D I	ASSOCIATE	06/27/2018			Corr. w/ team re: settlement agreement.	0.2	198.00	20260827

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

For Acct
Only

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Only
									Index
16624	HONIG H	ASSOCIATE	06/27/2018			Review and prepare materials for mediation session.	1.3	858.00	20263514
15142	MINIAS J G	PARTNER	06/27/2018			Prepare for (.7); attend meeting with AAFAF (3.1); call with Judge Houser re: same (.4); calls with S. Kirpalani and E. Kay re: status, next steps (1.2); further revise settlement agreement (2.1).	7.5	9,562.50	20258762
14537	FORMAN D I	ASSOCIATE	06/28/2018			Review most recent settlement agreement (.4); t/cs w/ A. Bongartz re: same (.1); corr. w/ J. Minias, H. Honig and COFINA parties re: same (.1).	0.6	594.00	20263228
TOTAL 124976.00004							381.9	430,526.50	
TOTAL							381.9	430,526.50	

MATTER TIME DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
13086	AMBEAULT A	LEGAL ASSISTANT	06/01/2018			Prepare and serve WFG 9th Monthly Fee Statement.	0.3	118.50	20260765
16002	KOENIG C	ASSOCIATE	06/01/2018			Finalizing April fee statement (.4); correspondence with A. Ambeault re: same (.2) re: fee application.	0.6	534.00	20243620
15142	MINIAS J G	PARTNER	06/06/2018			Preparing for hearing.	0.8	1,020.00	20337277
13086	AMBEAULT A	LEGAL ASSISTANT	06/08/2018			Draft summary of requirements under second amended interim compensation motion for C. Koenig (.4); compile information for M. Feldman of outstanding amounts owed to send to AAFAF (.6); related corr. w/ C. Koenig (.1).	1.1	434.50	20264705
			06/11/2018			Review monthly billing detail i/c/w preparation of fee statement.	1.8	711.00	20264744
			06/17/2018			Review monthly billing detail i/c/w preparation of monthly fee statement.	3.1	1,224.50	20260780
16002	KOENIG C	ASSOCIATE	06/21/2018			Reviewing time entries for May fee statement.	0.8	712.00	20243665
13086	AMBEAULT A	LEGAL ASSISTANT	06/25/2018			Draft letter re: COFINA Agent authorization to submit prior fee statements pursuant to Second Amended Interim Comp Order.	0.2	79.00	20260721
			06/25/2018			Draft WF&G 10th Monthly Fee Statement (.9); prepare same for client review (.2).	1.1	434.50	20260725
16002	KOENIG C	ASSOCIATE	06/25/2018			Reviewing and revising WF&G May fee statement.	0.5	445.00	20252264
13086	AMBEAULT A	LEGAL ASSISTANT	06/28/2018			Finalize and serve WF&G 10th Monthly Fee Statement.	0.4	158.00	20260741
			06/29/2018			Begin to draft 3rd interim fee application.	0.7	276.50	20266731
TOTAL 124976.00005							11.4	6,147.50	
TOTAL							11.4	6,147.50	

MATTER TIME DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00007 BUDGET

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

									For Acct Only
ID	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
13086	AMBEAULT A	LEGAL ASSISTANT	06/25/2018			Draft budget for 7/18 - 6/19 in accordance with Second Amended Interim Comp Order.	0.4	158.00	20260762
TOTAL 124976.00007							0.4	158.00	
TOTAL							0.4	158.00	

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00010 FEE APPLICATIONS FOR OTHER COFINA PROFESSIONALS

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN/MINIAS M A

Matter Type: BANKRUPTCY

currency: USD									For Acct Only
Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
16002	KOENIG C	ASSOCIATE	06/14/2018			Reviewing and revising COFINA Agent May fee statement (.5); correspondence with F. Kraegel re: same (.3).	0.8	712.00	20243664
TOTAL 124976.00010							0.8	712.00	
TOTAL							0.8	712.00	

MATTER COST DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only		
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
Consultants	4094	06/30/2018	Planet Data Solutions, I SEIDEL Consultants - Planet Data Solutions, Inc. eDiscovery Services	2,054.25	07/17/2018	369044	12550163
			TOTAL 4094	2,054.25			
Transcript Costs	4097	06/11/2018	Pay Pal, Inc. AMBEAULT Transcript Costs - Pay Pal, Inc. Hearing transcript	164.40	06/20/2018	367671	12527622
			TOTAL 4097	164.40			
Color Reproduction	5054	05/31/2018	SAFON	10.95	07/23/2018	369378	12554394
			Color Reproduction				
		06/13/2018	FORMAN	4.05	07/23/2018	369378	12554393
			Color Reproduction				
		06/26/2018	SAFON	60.75	07/24/2018	369440	12556798
			Color Reproduction				
			TOTAL 5054	75.75			
Westlaw	5072	06/04/2018	CRUZ BURGOS	233.20	06/11/2018	367223	12519609
			Westlaw				
			TOTAL 5072	233.20			
Messenger	6060	05/21/2018	NPD Logistics LLC AMBEAULT Messenger - NPD Logistics LLC	20.70	07/17/2018	369044	12550186
		06/01/2018	NPD Logistics LLC AMBEAULT Messenger	20.70	06/26/2018	367950	12532362
			TOTAL 6060	41.40			
Overnight Delivery	6062	05/24/2018	Federal Express Corporat AMBEAULT Overnight Delivery	32.04	06/26/2018	367941	12532000
		06/20/2018	Federal Express Corporat SAFON Overnight Delivery	33.03	07/03/2018	368485	12541485
		06/22/2018	Federal Express Corporat AMBEAULT Overnight Delivery	13.95	07/03/2018	368485	12541486
		06/26/2018	Federal Express Corporat SAFON Overnight Delivery	35.63	07/11/2018	368813	12546085
			TOTAL 6062	114.65			
Data Acquisition	6070	06/30/2018	CourtAlert.com, Inc. BRENNAN Data Acquisition	201.20	07/17/2018	369034	12549838
		06/30/2018	Pacer Service Center BRENNAN Data Acquisition	129.70	07/27/2018	369708	12560627
		06/30/2018	Pacer Service Center GLESSNER Data Acquisition	39.00	07/27/2018	369708	12560628
		06/30/2018	Pacer Service Center KOENIG Data Acquisition	3.30	07/26/2018	369607	12559328
		06/30/2018	Pacer Service Center KOENIG Data Acquisition	3.50	07/26/2018	369607	12559330
		06/30/2018	Pacer Service Center MCGUIRE Data Acquisition	11.80	07/26/2018	369605	12559293
		06/30/2018	Pacer Service Center MHATRE Data Acquisition	2.50	07/26/2018	369608	12559409

MATTER COST DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

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Run Date & Time: 7/31/2018 4:22:22PM

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Worked Thru 06/30/2018

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Billing Partner: FELDMAN M A

Matter: 00001 COFINA BOND LITIGATION

Matter Type: BANKRUPTCY

Currency: USD

For Accounting Only

Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
Data Acquisition	6070	06/30/2018	Pacer Service Center Data Acquisition	9.00	07/27/2018	369708	12560625
		06/30/2018	Pacer Service Center Data Acquisition	291.30	07/26/2018	369607	12559325
		06/30/2018	Pacer Service Center Data Acquisition	21.80	07/27/2018	369708	12560625
		06/30/2018	Pacer Service Center Data Acquisition	6.00	07/27/2018	369708	12560625
			TOTAL 6070	719.10			
			TOTAL MATTER	3,402.75			

MATTER COST DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

		For Accounting Only						
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail		Cost Amount	Batch Date	Batch Id	Index
Reproduction	5050	05/29/2018	KOENIG		38.52	07/24/2018	369440	12556795
			Reproduction					
		06/15/2018	FORMAN		0.27	06/18/2018	367592	12526056
			Reproduction					
			TOTAL 5050		38.79			
Taxi, Car Service, &	6020	06/06/2018	Joseph G. Minias	MINIAS	14.80	06/20/2018	367682	12527718
			Taxi, Car Service, & Parking - Joseph G. Minias					
		06/11/2018	Joseph G. Minias	MINIAS	22.01	06/27/2018	368070	12534778
			Taxi, Car Service, & Parking - Joseph G. Minias					
		06/14/2018	Daniel Forman	FORMAN	157.63	06/21/2018	367742	12530045
			Taxi, Car Service, & Parking - Daniel Forman					
		06/26/2018	Helena Honig	HONIG	43.55	07/09/2018	368684	12544211
			Taxi, Car Service, & Parking - Helena Honig					
		06/26/2018	Joseph G. Minias	MINIAS	15.92	06/27/2018	368070	12534775
			Taxi, Car Service, & Parking - Joseph G. Minias					
			TOTAL 6020		253.91			
Teleconferencing	6030	05/14/2018	Soundpath Conferencing S	FELDMAN	2.91	07/03/2018	368460	12539998
			Teleconferencing					
		05/14/2018	Soundpath Conferencing S	KOENIG	23.51	07/03/2018	368460	12540016
			Teleconferencing					
		05/15/2018	Soundpath Conferencing S	KOENIG	16.07	07/03/2018	368460	12540015
			Teleconferencing					
		05/16/2018	Soundpath Conferencing S	KOENIG	10.62	07/03/2018	368460	12540014
			Teleconferencing					
		05/17/2018	Soundpath Conferencing S	FELDMAN	1.05	07/03/2018	368460	12539996
			Teleconferencing					
		05/17/2018	Soundpath Conferencing S	FELDMAN	4.64	07/03/2018	368460	12539997
			Teleconferencing					
		05/18/2018	Soundpath Conferencing S	KOENIG	7.38	07/03/2018	368460	12540010
			Teleconferencing					
		05/18/2018	Soundpath Conferencing S	KOENIG	0.63	07/03/2018	368460	12540011
			Teleconferencing					
		05/18/2018	Soundpath Conferencing S	KOENIG	11.67	07/03/2018	368460	12540012
			Teleconferencing					
		05/18/2018	Soundpath Conferencing S	KOENIG	5.00	07/03/2018	368460	12540013
			Teleconferencing					
		05/19/2018	Soundpath Conferencing S	KOENIG	18.30	07/03/2018	368460	12540009
			Teleconferencing					
		05/19/2018	Soundpath Conferencing S	MINIAS	3.48	07/03/2018	368460	12539995
			Teleconferencing					
		05/20/2018	Soundpath Conferencing S	KOENIG	19.51	07/03/2018	368460	12540008
			Teleconferencing					
		05/23/2018	Soundpath Conferencing S	FELDMAN	10.43	07/03/2018	368460	12539994

MATTER COST DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

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Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

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Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

For Accounting Only

Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
			Teleconferencing				
		05/23/2018	Soundpath Conferencing S KOENIG	3.77	07/03/2018	368460	12540006
			Teleconferencing				
		05/23/2018	Soundpath Conferencing S KOENIG	2.78	07/03/2018	368460	12540007
			Teleconferencing				
		05/24/2018	Soundpath Conferencing S MINIAS	5.38	07/03/2018	368460	12539993
			Teleconferencing				
		05/25/2018	Soundpath Conferencing S FELDMAN	5.43	07/03/2018	368460	12539992
			Teleconferencing				
		05/29/2018	Soundpath Conferencing S FELDMAN	7.12	07/03/2018	368460	12539990
			Teleconferencing				
		05/29/2018	Soundpath Conferencing S KOENIG	14.05	07/03/2018	368460	12539991
			Teleconferencing				
		05/30/2018	Soundpath Conferencing S FELDMAN	8.72	07/03/2018	368460	12539989
			Teleconferencing				
		05/31/2018	Soundpath Conferencing S FELDMAN	4.01	07/03/2018	368460	12539988
			Teleconferencing				
		06/01/2018	Soundpath Conferencing S MINIAS	7.06	07/03/2018	368460	12539986
			Teleconferencing				
		06/01/2018	Soundpath Conferencing S MINIAS	2.91	07/03/2018	368460	12539987
			Teleconferencing				
		06/04/2018	Soundpath Conferencing S KOENIG	9.34	07/03/2018	368460	12540005
			Teleconferencing				
		06/05/2018	Soundpath Conferencing S KOENIG	38.47	07/03/2018	368460	12540004
			Teleconferencing				
		06/06/2018	Soundpath Conferencing S KOENIG	41.09	07/03/2018	368460	12540003
			Teleconferencing				
		06/06/2018	Soundpath Conferencing S MINIAS	0.90	07/03/2018	368460	12539985
			Teleconferencing				
		06/07/2018	Soundpath Conferencing S KOENIG	47.65	07/03/2018	368460	12540002
			Teleconferencing				
		06/08/2018	Soundpath Conferencing S KOENIG	2.95	07/03/2018	368460	12540001
			Teleconferencing				
		06/10/2018	Soundpath Conferencing S FELDMAN	3.07	07/03/2018	368460	12539984
			Teleconferencing				
		06/11/2018	Soundpath Conferencing S KOENIG	20.66	07/03/2018	368460	12540000
			Teleconferencing				
		06/12/2018	Soundpath Conferencing S KOENIG	14.31	07/03/2018	368460	12539995
			Teleconferencing				
		06/12/2018	Soundpath Conferencing S MINIAS	7.38	07/03/2018	368460	12539983
			Teleconferencing				
		06/29/2018	Joseph G. Minias MINIAS	39.95	07/16/2018	368998	12548821
			Teleconferencing - Joseph G. Minias				
			TOTAL 6030	422.20			
Local Meals	6040	06/04/2018	SeamlessWeb Professional KOENIG	19.23	06/13/2018	367353	12521673
			Local Meals				
		06/05/2018	SeamlessWeb Professional KOENIG	19.23	06/13/2018	367353	12521674

MATTER COST DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

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Run Date & Time: 7/31/2018 4:22:22PM

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Worked Thru 06/30/2018

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Billing Partner: FELDMAN M A

Matter: 00004 MEDIATION

Matter Type: BANKRUPTCY

Currency: USD

For Accounting Only

Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
			Local Meals				
		06/06/2018	Joseph G. Minias MINIAS	192.23	06/20/2018	367682	12527717
			Local Meals - Joseph G. Minias				
		06/26/2018	SeamlessWeb Professional HONIG	63.22	07/06/2018	368626	12543628
			Local Meals				
			TOTAL 6040	293.91			
Data Acquisition	6070	06/30/2018	Pacer Service Center KOENIG	1.90	07/26/2018	369607	12559331
			Data Acquisition				
			TOTAL 6070	1.90			
			TOTAL MATTER	1,010.71			

MATTER COST DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only		
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
Color Reproduction	5054	06/04/2018	AMBEAULT	0.15	07/23/2018	369378	12554395
			Color Reproduction				
			TOTAL 5054	0.15			
Teleconferencing	6030	05/22/2018	Soundpath Conferencing S KOENIG	14.86	07/03/2018	368460	12540018
		05/24/2018	Soundpath Conferencing S KOENIG	9.29	07/03/2018	368460	12540017
			Teleconferencing				
			TOTAL 6030	24.15			
Overnight Delivery	6062	06/01/2018	Federal Express Corporat AMBEAULT	32.19	06/11/2018	367202	12518773
			Overnight Delivery				
		06/28/2018	Federal Express Corporat AMBEAULT	31.96	07/11/2018	368813	12545983
			Overnight Delivery				
			TOTAL 6062	64.15			
			TOTAL MATTER	88.45			

MATTER COST DETAIL

Run Date & Time: 7/31/2018 4:22:22PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00010 FEE APPLICATIONS FOR OTHER COFINA PROFESSIONALS

Currency: USD

Worked Thru 06/30/2018

Billing Partner: FELDMAN/MINIAS M A

Matter Type: BANKRUPTCY

For Accounting Only

Cost Category	Code	Tran Date	Vendor Name / Transaction Detail	Incurred By	Cost Amount	Batch Date	Batch Id	Index
Overnight Delivery	6062	06/19/2018	Federal Express Corporat	AMBEAULT	31.96	06/26/2018	367941	12532001
			Overnight Delivery					
			TOTAL 6062		31.96			
			TOTAL MATTER		31.96			

EXHIBIT 4-B

Time and Expense Detail for the July Fee Statement

MATTER TIME DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
10083	FELDMAN M A	PARTNER	07/02/2018			Update call with B. Whyte (.5); review Commonwealth Agent's pleading and provide comments (.7); call with L. Despina re: same (.4).	1.6	2,400.00	20287510
14537	FORMAN D I	ASSOCIATE	07/02/2018			Review and comment on renewed motion and related notice (.7); related corr. w/ M. Feldman and WFG team (.2).	0.9	891.00	20288230
10083	FELDMAN M A	PARTNER	07/03/2018			Review and comment on SUT Procedures Motion (.5); call with L. Despina re: same (.3).	0.7	1,050.00	20338260
14537	FORMAN D I	ASSOCIATE	07/03/2018			Review and comment on draft renewed motion (.3); related corr. w/ M. Feldman (.1).	0.4	396.00	20296700
16624	HONIG H	ASSOCIATE	07/03/2018			Review and summarize recently filed pleadings.	0.7	462.00	20296870
14537	FORMAN D I	ASSOCIATE	07/05/2018			Review draft order.	0.3	297.00	20298690
16624	HONIG H	ASSOCIATE	07/06/2018			Review and summarize recently filed pleadings.	0.6	396.00	20300580
14537	FORMAN D I	ASSOCIATE	07/09/2018			Corr. and t/c w/ C. Koenig re: fiscal plan and proposed order.	0.2	198.00	20302950
16624	HONIG H	ASSOCIATE	07/09/2018			TC with C. Koenig re: updates and next steps (.2); review and summarize recently filed pleadings (.3).	0.5	330.00	20320660
16002	KOENIG C	ASSOCIATE	07/09/2018			Reviewing complaints filed by AAFAF against the Board to determine potential impact on COFINA and proposed settlement.	1.2	1,068.00	20351580
			07/10/2018			Analyzing complaints brought against FOMB for potential implications on COFINA settlement (.6); call with D. Bussel and J. Weiss re: same (.2).	0.8	712.00	20351570
15142	MINIAS J G	PARTNER	07/10/2018			Reviewing complaints filed against FOMB (1.5); calls with holders re: same (.8); calls with T. Yanez and C. Koenig re: complaints (.8).	3.1	3,952.50	20369790
16624	HONIG H	ASSOCIATE	07/13/2018			Review and summarize recently filed pleadings.	0.4	264.00	20320560
			07/16/2018			Review and summarize recently filed pleadings.	0.5	330.00	20320670
14537	FORMAN D I	ASSOCIATE	07/17/2018			Review comments to Settlement Agreement (.4); corr. w/ C. Koenig (.1).	0.5	495.00	20322210
13086	AMBEAULT A	LEGAL ASSISTANT	07/18/2018			Draft informative motion for 7/25/18 omnibus hearing (.3); corr. w/ C. Koenig re: same (.1).	0.4	158.00	20328580
16624	HONIG H	ASSOCIATE	07/20/2018			Review and summarize recently filed pleadings.	0.3	198.00	20328690
			07/23/2018			Review and summarize recently filed pleadings.	0.6	396.00	20352050

MATTER TIME DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

2

Run Date & Time: 8/27/2018 2:43:47PM

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Worked Thru 07/31/2018

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Billing Partner: FELDMAN M A

Matter: 00001 COFINA BOND LITIGATION

Matter Type: BANKRUPTCY

Currency: USD

currency: USD

								For Acct Only	
Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
16624	HONIG H	ASSOCIATE	07/24/2018			Review and summarize recently filed pleadings.	0.3	198.00	20434935
15870	MHATRE L C	ASSOCIATE	07/24/2018			Review Assured Complaint.	0.6	504.00	20346425
10083	FELDMAN M A	PARTNER	07/25/2018			Weekly call w/ client (.4); review hearing updates solely impacting COFINA (.6).	1.0	1,500.00	20345537
16002	KOENIG C	ASSOCIATE	07/25/2018			Listening to omnibus hearing telephonically (4.7); preparing summary of same for client (.7).	5.4	4,806.00	20370552
15142	MINIAS J G	PARTNER	07/25/2018			Monitoring hearing i/c/w motions to compel.	1.8	2,295.00	20365362
			07/25/2018			Calls with holders re: settlement agreement update (1.5); call with E. Kay re: mediation developments (.6); call with client re: same (.4).	2.5	3,187.50	20434925
15870	MHATRE L C	ASSOCIATE	07/26/2018			Finalize and send summary of Assured complaint to C. Koenig.	1.4	1,176.00	20346198
16624	HONIG H	ASSOCIATE	07/30/2018			Review and summarize recently filed pleadings.	0.2	132.00	20383392
			07/31/2018			Review and summarize recently filed pleadings.	0.1	66.00	20383450
TOTAL 124976.00001							27.0	27,858.00	
TOTAL							27.0	27,858.00	

MATTER TIME DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
17058	GORLAND C I	ASSOCIATE	07/02/2018			Research tax code provisions i/c/w settlement.	2.4	1,260.00	20285245
16002	KOENIG C	ASSOCIATE	07/11/2018			Weekly call with client re: status and next steps of the proposed settlement.	0.5	445.00	20351725
15142	MINIAS J G	PARTNER	07/11/2018			Calls with S. Kirpalani and M. Rodrique re: settlement agreement (.8); attention to same (2.6); call with client (.5).	3.9	4,972.50	20370045
16002	KOENIG C	ASSOCIATE	07/12/2018			Reviewing plan term sheet incorporating settlement (1.3); preparing write-up of same for client (.5).	1.8	1,602.00	20351485
15142	MINIAS J G	PARTNER	07/12/2018			Review settlement agreement.	1.4	1,785.00	20369755
14537	FORMAN D I	ASSOCIATE	07/13/2018			Review plan term sheet and mediator memorandum (.5); corr. w/ J. Minias and C. Koenig re: same (.2).	0.7	693.00	20313440
15142	MINIAS J G	PARTNER	07/13/2018			Reviewing settlement agreement markup (2.3); discussing same with client (.6).	2.9	3,697.50	20370025
			07/16/2018			Calls with S. Kirpalani re: mediation (1.5); call with E. Kay re: mediation (.5); calls with holders (.9).	2.9	3,697.50	20369945
16002	KOENIG C	ASSOCIATE	07/17/2018			Reviewing and revising settlement agreement per comments received (2.4); various correspondence with J. Minias re: same (.4); call with COFINA Agent, J. Minias, Klee team re: mediation status and next steps, including settlement agreement process (.5).	3.3	2,937.00	20370525
14537	FORMAN D I	ASSOCIATE	07/18/2018			Review and comment on settlement agreement (.7); t/c and corr. w/ C. Koenig re: same (.2).	0.9	891.00	20323405
16002	KOENIG C	ASSOCIATE	07/18/2018			Reviewing and revising settlement agreement per comments received (1.8); correspondence with J. Minias and D. Forman re: same (.4).	2.2	1,958.00	20370595
			07/19/2018			Reviewing and revising settlement agreement per comments received (1.1); correspondence with J. Minias and D. Bussel re: same (.3).	1.4	1,246.00	20370615
15142	MINIAS J G	PARTNER	07/19/2018			Review settlement agreement markup (2.9); discussing same w/ holders (.6).	3.5	4,462.50	20369995
16002	KOENIG C	ASSOCIATE	07/23/2018			Reviewing and revising settlement agreement.	1.3	1,157.00	20370585
10083	FELDMAN M A	PARTNER	07/24/2018			Review Constituent mark ups to settlement.	0.8	1,200.00	20338315

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

For Acct
Only

						Only			
Id	Name	Title	Work	Task	Activity	Description	Worked	Standard Rates	Index
			Date	Code	Code			Hours	
16624	HONIG H	ASSOCIATE	07/24/2018			Prepare summary of plan support agreement.	1.0	660.00	20352093
15142	MINIAS J G	PARTNER	07/24/2018			Calls with holders re: term sheet.	0.9	1,147.50	20434924
16002	KOENIG C	ASSOCIATE	07/25/2018			Weekly call with client re: status and next steps, including settlement agreement update.	0.5	445.00	20370435
10083	FELDMAN M A	PARTNER	07/26/2018			Call with L. Despins re: settlement (.2); review Extension (.2).	0.4	600.00	20345546
16002	KOENIG C	ASSOCIATE	07/26/2018			Reviewing and revising joint urgent motion to extend abeyance period re: settlement.	3.8	3,382.00	20370460
15142	MINIAS J G	PARTNER	07/26/2018			Calls with holders re: settlement agreement update (.8); call with various counsel re: settlement agreement update (.5); reviewing senior/sub term sheet and other documents (2.8).	4.1	5,227.50	20365454
16002	KOENIG C	ASSOCIATE	07/27/2018			Reviewing and revising motion to extend abeyance period (1.6); correspondence with Commonwealth Agent re: same (.3).	1.9	1,691.00	20370527
15142	MINIAS J G	PARTNER	07/27/2018			Various email correspondence with E. Kay re: mediation and abeyance motion.	0.8	1,020.00	20365510
			07/29/2018			Various email correspondence with E. Kay re: mediation and abeyance motion.	1.0	1,275.00	20365479
10083	FELDMAN M A	PARTNER	07/30/2018			Calls with client re: mediation.	0.5	750.00	20379311
16002	KOENIG C	ASSOCIATE	07/30/2018			Reviewing and revising various materials related to settlement agreement (.8); various correspondence with WF&G team re: same (.5).	1.3	1,157.00	20370419
15142	MINIAS J G	PARTNER	07/30/2018			Calls with E. Kay re: mediation (1.8); review abeyance motion (.9); call with mediator re: settlement (.5); consider re: same mediation issues (1.4); calls with various holders re: same (1.9).	6.5	8,287.50	20365438
10083	FELDMAN M A	PARTNER	07/31/2018			Conference call with L. Despins (.3); review mark ups (1.2).	1.5	2,250.00	20379298
14537	FORMAN D I	ASSOCIATE	07/31/2018			Review PH comments to settlement agreement(.6); review and comment on markup (.6); related corr. w/ team (.3).	1.5	1,485.00	20369974
16624	HONIG H	ASSOCIATE	07/31/2018			TC with C. Koenig re: settlement draft (.1); correspondence re: same (.1).	0.2	132.00	20383433

MATTER TIME DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

3

Run Date & Time: 8/27/2018 2:43:47PM

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Worked Thru 07/31/2018

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Billing Partner: FELDMAN M A

Matter: 00004 MEDIATION

Matter Type: BANKRUPTCY

Currency: USD

For Acct
Only

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
16002	KOENIG C	ASSOCIATE	07/31/2018			Reviewing comments from CW Agent to the settlement agreement (1.8); reviewing and revising settlement agreement (4.3); various correspondence with J. Minias and D. Forman re: same (.4); reviewing and revising motion to extend abeyance period per comments received from CW Agent (.8); correspondence with J. Minias and Klee Tuchin team re: same (.5).	7.8	6,942.00	20372465
15142	MINIAS J G	PARTNER	07/31/2018			Call with M. Feldman re: motion to extend abeyance and attention to same (1.4); call with Commonwealth Agent re: motion to extend (.5); reviewing Settlement Agreement markup from Commonwealth Agent (3.9); call with M. Feldman re: same (.3).	6.1	7,777.50	20362186
TOTAL 124976.00004							69.7	76,233.00	
TOTAL							69.7	76,233.00	

MATTER TIME DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
13086	AMBEAULT A	LEGAL ASSISTANT	07/09/2018			Draft exhibits to third interim fee application.	3.9	1,540.50	20314473
16002	KOENIG C	ASSOCIATE	07/09/2018			Reviewing and revising motion to compel payment of COFINA Agent fees and expenses.	1.7	1,513.00	20351721
13086	AMBEAULT A	LEGAL ASSISTANT	07/10/2018			Draft third interim fee application.	3.5	1,382.50	20314550
16002	KOENIG C	ASSOCIATE	07/10/2018			Reviewing and revising third interim fee application.	0.6	534.00	20351536
13086	AMBEAULT A	LEGAL ASSISTANT	07/11/2018			Further review and revise third interim fee application per comments from C. Koenig.	1.3	513.50	20314563
16002	KOENIG C	ASSOCIATE	07/11/2018			Reviewing and revising WF&G third interim fee application.	4.1	3,649.00	20372343
13086	AMBEAULT A	LEGAL ASSISTANT	07/12/2018			Review interim fee app per comments from C. Koenig (.6); corr. w/ C. Koenig re: same (.2); draft statement of no objection for WF&G 10th Monthly Fee Statement (.2); draft omnibus notice of interim fee applications (.3).	1.3	513.50	20314428
16002	KOENIG C	ASSOCIATE	07/12/2018			Further reviewing revisions to WF&G third interim fee application.	2.4	2,136.00	20351703
16624	HONIG H	ASSOCIATE	07/13/2018			Revise motion to compel payment.	1.5	990.00	20320438
16002	KOENIG C	ASSOCIATE	07/13/2018			Reviewing and revising urgent motion for payment of fees.	1.4	1,246.00	20351642
16624	HONIG H	ASSOCIATE	07/14/2018			Draft joinder to retiree committee motion.	0.6	396.00	20320803
13086	AMBEAULT A	LEGAL ASSISTANT	07/15/2018			Begin review of monthly billing detail i/c/w June Fee Statement.	1.3	513.50	20320059
			07/16/2018			Finalize WF&G Third Interim Fee Application (1.3); prepare exhibits to same for filing (.4); file and serve same (.5); prepare, file and serve motion to compel payment of fees and motion to expedite motion to compel (1.9).	4.1	1,619.50	20319992
16624	HONIG H	ASSOCIATE	07/16/2018			Draft motion for expedited consideration.	1.5	990.00	20320460
16002	KOENIG C	ASSOCIATE	07/16/2018			Reviewing and revising motion to compel payment of fees (3.6); correspondence with COFINA Agent, J. Minias and J. Weiss re: same (.6); reviewing and revising motion to expedite re: same (.6); correspondence with J. Minias re: same (.2); final review and revision of WF&G third interim fee application (1.1).	6.1	5,429.00	20372402
15142	MINIAS J G	PARTNER	07/16/2018			Review motion to compel.	2.1	2,677.50	20434923

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Currency: USD									For Acct Only
Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
16624	HONIG H	ASSOCIATE	07/20/2018			Draft reply in support of motion to compel.	0.9	594.00	20328651
16002	KOENIG C	ASSOCIATE	07/20/2018			Reviewing and revising reply in support of motion to compel payment of fees.	0.4	356.00	20370589
15142	MINIAS J G	PARTNER	07/20/2018			Review motion to compel (2.1); discussing same with C. Koenig (.5).	2.6	3,315.00	20369887
16624	HONIG H	ASSOCIATE	07/21/2018			Revise reply and circulate to team.	0.4	264.00	20328668
16002	KOENIG C	ASSOCIATE	07/21/2018			Reviewing and revising reply iso fee payment motion (.7); correspondence with J. Minias and H. Honig re: same (.1).	0.8	712.00	20370524
13086	AMBEAULT A	LEGAL ASSISTANT	07/22/2018			Review monthly bill detail i/c/w preparation of June Fee Statement.	2.1	829.50	20333222
			07/22/2018			Prepare, file and serve reply to AAFAF's response to motion to compel (.5); corr. w/ H. Honig re: same (.1).	0.6	237.00	20333263
16624	HONIG H	ASSOCIATE	07/22/2018			Prepare reply in support of fee payment motion for filing.	0.2	132.00	20351914
			07/23/2018			Draft informative motion adjourning motion to compel.	0.6	396.00	20351994
16002	KOENIG C	ASSOCIATE	07/23/2018			Reviewing and revising motion to adjourn motion to compel payment of fees.	0.6	534.00	20370597
13086	AMBEAULT A	LEGAL ASSISTANT	07/24/2018			Prepare, file and serve Notice of Withdrawal of Motion to Compel.	0.4	158.00	20349126
16624	HONIG H	ASSOCIATE	07/24/2018			Revise motion to withdraw.	0.4	264.00	20351930
16002	KOENIG C	ASSOCIATE	07/24/2018			Reviewing and revising notice of withdrawal of motion to compel (.3); various correspondence with Treasury re: payment status (.6).	0.9	801.00	20370648
15142	MINIAS J G	PARTNER	07/24/2018			Prepare for hearing and argument on fees (1.0); reviewing various pleadings re: motions to compel (.7); attention to withdrawal pleading (.2); various calls with C. Koenig re: motion to compel issues (1.7).	3.6	4,590.00	20365486
16002	KOENIG C	ASSOCIATE	07/27/2018			Reviewing and revising billing detail for WF&G June fee statement.	0.7	623.00	20370522
			07/30/2018			Reviewing and revising billing detail for June monthly fee statement.	0.7	623.00	20370644
TOTAL 124976.00005							53.3	40,072.00	
TOTAL							53.3	40,072.00	

MATTER TIME DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00010 FEE APPLICATIONS FOR OTHER COFINA PROFESSIONALS

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN/MINIAS M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
16002	KOENIG C	ASSOCIATE	07/11/2018			Reviewing and revising COFINA Agent third interim fee application (1.3); correspondence with F. Kraegel re: same (.2).	1.5	1,335.00	20372440
13086	AMBEAULT A	LEGAL ASSISTANT	07/12/2018			Draft Statement of No Objection for COFINA Agent's 10th Monthly Fee Statement.	0.2	79.00	20314520
			07/16/2018			Prepare the COFINA Agent's 3rd Interim Fee Application for filing (.8); file same (.2); file Klee, Tuchin 3rd Interim Fee Application (.2); finalize Omnibus Notice of Hearing on Fee Applications (.4); file same (.2); serve notice and fee applications (.7).	2.3	908.50	20320080
16002	KOENIG C	ASSOCIATE	07/26/2018			Reviewing and revising time entries for COFINA Agent June fee statement.	1.5	1,335.00	20370430
TOTAL 124976.00010							5.5	3,657.50	
TOTAL							5.5	3,657.50	

MATTER COST DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only			
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail		Cost Amount	Batch Date	Batch Id	Index
Consultants	4094	07/31/2018	Planet Data Solutions, I	SEIDEL	2,054.25	08/10/2018	370576	12578637
			Consultants - Planet Data Solutions, Inc. eDiscovery Services					
			TOTAL 4094		2,054.25			
Postage	5061	07/16/2018		AMBEAULT	91.28	07/23/2018	369382	12554642
			Postage					
			TOTAL 5061		91.28			
Teleconferencing	6030	06/20/2018	Soundpath Conferencing S	FELDMAN	10.78	08/02/2018	370060	12569213
			Teleconferencing					
		06/21/2018	Soundpath Conferencing S	FELDMAN	4.36	08/02/2018	370060	12569214
			Teleconferencing					
		06/23/2018	Soundpath Conferencing S	FELDMAN	10.93	08/02/2018	370060	12569211
			Teleconferencing					
		06/26/2018	Soundpath Conferencing S	FELDMAN	9.78	08/02/2018	370060	12569210
			Teleconferencing					
		06/27/2018	Soundpath Conferencing S	FELDMAN	6.41	08/02/2018	370060	12569209
			Teleconferencing					
			TOTAL 6030		42.26			
Messenger	6060	07/17/2018	NPD Logistics LLC	AMBEAULT	26.95	07/31/2018	369823	12562627
			Messenger					
			TOTAL 6060		26.95			
Overnight Delivery	6062	07/13/2018	Federal Express Corporat	SAFON	43.78	07/23/2018	369384	12554763
			Overnight Delivery					
		07/19/2018	Federal Express Corporat	AMBEAULT	32.04	08/01/2018	369947	12565371
			Overnight Delivery					
		07/19/2018	Federal Express Corporat	AMBEAULT	13.98	08/01/2018	369947	12565474
			Overnight Delivery					
		07/24/2018	Federal Express Corporat	AMBEAULT	13.98	08/01/2018	369947	12565475
			Overnight Delivery					
		07/24/2018	Federal Express Corporat	AMBEAULT	32.04	08/10/2018	370569	12577705
			Overnight Delivery					
			TOTAL 6062		135.82			
Data Acquisition	6070	07/31/2018	CourtAlert.com, Inc.	BRENNAN	210.78	08/02/2018	370045	12567533
			Data Acquisition					
			TOTAL 6070		210.78			
			TOTAL MATTER		2,561.34			

MATTER COST DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only			
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail		Cost Amount	Batch Date	Batch Id	Index
Teleconferencing	6030	06/18/2018	Soundpath Conferencing S	KOENIG	4.23	08/02/2018	370060	12569214
			Teleconferencing					
		06/21/2018	Soundpath Conferencing S	KOENIG	18.85	08/02/2018	370060	12569220
			Teleconferencing					
		06/24/2018	Soundpath Conferencing S	KOENIG	5.10	08/02/2018	370060	12569215
			Teleconferencing					
		06/26/2018	Soundpath Conferencing S	KOENIG	9.84	08/02/2018	370060	12569217
			Teleconferencing					
		06/26/2018	Soundpath Conferencing S	KOENIG	18.39	08/02/2018	370060	12569218
			Teleconferencing					
		06/27/2018	Soundpath Conferencing S	KOENIG	17.45	08/02/2018	370060	12569219
			Teleconferencing					
		06/27/2018	Soundpath Conferencing S	KOENIG	20.71	08/02/2018	370060	12569216
			Teleconferencing					
TOTAL 6030					94.57			
TOTAL MATTER					94.57			

MATTER COST DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only		
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
Reproduction	5050	07/16/2018	AMBEAULT	199.80	07/24/2018	369440	12556800
			Reproduction				
		07/16/2018	MOORE	37.08	07/24/2018	369440	12556801
			Reproduction				
			TOTAL 5050	236.88			
Overnight Delivery	6062	07/17/2018	Federal Express Corporat	55.08	08/01/2018	369947	12565372
			Overnight Delivery				
			TOTAL 6062	55.08			
			TOTAL MATTER	291.96			

MATTER COST DETAIL

Run Date & Time: 8/27/2018 2:43:47PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00010 FEE APPLICATIONS FOR OTHER COFINA PROFESSIONALS

Currency: USD

Worked Thru 07/31/2018

Billing Partner: FELDMAN/MINIAS M A

Matter Type: BANKRUPTCY

For Accounting Only

Cost Category	Code	Tran Date	Vendor Name / Transaction Detail	Incurred By	Cost Amount	Batch Date	Batch Id	Index
Overnight Delivery	6062	07/30/2018	Federal Express Corporat Overnight Delivery	AMBEAULT	31.88	08/10/2018	370569	12577706
				TOTAL 6062	31.88			
				TOTAL MATTER	31.88			

EXHIBIT 4-C

Time and Expense Detail for the August Fee Statement

MATTER TIME DETAIL

Run Date & Time: 9/28/2018 3:30:53PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 08/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
13086	AMBEAULT A	LEGAL ASSISTANT	08/02/2018			Prepare, file and serve urgent motion re: SJ ruling.	0.7	276.50	20390185
16624	HONIG H	ASSOCIATE	08/02/2018			Review and summarize recently filed pleadings.	0.1	66.00	20391774
			08/03/2018			Review and summarize recently filed pleadings.	0.2	132.00	20391993
10083	FELDMAN M A	PARTNER	08/07/2018			Call with L. Despins re: issues list (.4); call with B. Whyte re: settlement announcement (.3).	0.7	1,050.00	20416164
16624	HONIG H	ASSOCIATE	08/07/2018			Review and summarize recently filed pleadings.	1.4	924.00	20395916
			08/13/2018			Review and summarize recently filed pleadings.	0.2	132.00	20437975
			08/15/2018			Review and summarize recently filed pleadings.	0.3	198.00	20437641
			08/17/2018			Review and summarize recently filed pleadings.	1.0	660.00	20438046
			08/20/2018			Review and summarize recently filed pleadings.	0.4	264.00	20437830
			08/21/2018			Review and summarize recently filed pleadings.	0.2	132.00	20437883
13178	CHENEY A L	ASSOCIATE	08/23/2018			Reviewing research re: potential claims listed in Kobre report (.8); corr. w/ L. Mhatre re: same (.2); corr. w/ J. Minias re: same (.2).	1.2	1,188.00	20445308
16624	HONIG H	ASSOCIATE	08/23/2018			Correspondence with J. Minias re: investigator's report.	0.6	396.00	20447478
15870	MHATRE L C	ASSOCIATE	08/23/2018			Research re: potential claims for COFINA Bondholders.	5.3	4,452.00	20443374
14537	FORMAN D I	ASSOCIATE	08/30/2018			Review PSA and term sheet (.6); revisions to draft summary of same (.8).	1.4	1,386.00	20460258
15142	MINIAS J G	PARTNER	08/30/2018			Call with holders re: RSA (.7); call to B. Rosen re: same (.3); o/c with M. Feldman re: RSA (.4).	1.4	1,785.00	20473385
TOTAL 124976.00001							15.1	13,041.50	
TOTAL							15.1	13,041.50	

MATTER TIME DETAIL

Run Date & Time: 9/28/2018 3:30:53PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

Worked Thru 08/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
10083	FELDMAN M A	PARTNER	08/01/2018			Review mark ups of term sheet (.8); calls with B. Whyte re: same (.4).	1.2	1,800.00	20379346
16624	HONIG H	ASSOCIATE	08/01/2018			Meet with C. Koenig re: settlement agreement (.8); correspondence w/ C. Koenig re: same (.3).	1.1	726.00	20391731
16002	KOENIG C	ASSOCIATE	08/01/2018			Weekly call with COFINA Agent re: settlement status and next steps (.3); reviewing and revising settlement agreement per markup received from CW Agent (2.1); revising issues list re: settlement agreement (.4).	2.8	2,492.00	20427320
15142	MINIAS J G	PARTNER	08/01/2018			Reviewing and revising settlement agreement.	2.4	3,060.00	20473375
16002	KOENIG C	ASSOCIATE	08/02/2018			Further revise settlement agreement (2.6); revising issues list re: same (.5); correspondence with M. Feldman and J. Minias re: same (.3); finalizing motion to extend abeyance period (.5); correspondence with M. Feldman and J. Minias re: same (.2).	4.1	3,649.00	20427275
15142	MINIAS J G	PARTNER	08/02/2018			Reviewing and revising settlement agreement issues.	2.6	3,315.00	20473376
10083	FELDMAN M A	PARTNER	08/03/2018			Call with Agent re: settlement agreement and issues.	0.8	1,200.00	20439925
15142	MINIAS J G	PARTNER	08/03/2018			Various email correspondence with M. Feldman re: settlement agreement (.6); calls with holders re: same (1.7); call with E. Kay re: same (.8).	3.1	3,952.50	20473446
10083	FELDMAN M A	PARTNER	08/05/2018			Conference call with L. Despina re: Settlement Agreement issues (.6); follow up with Agent (.8).	1.4	2,100.00	20439930
16002	KOENIG C	ASSOCIATE	08/05/2018			Call with Judge Houser re: settlement agreement issues.	0.4	356.00	20427315
15142	MINIAS J G	PARTNER	08/06/2018			Calls with holders re: settlement agreement (1.3); call with E. Kay re: same (.6).	1.9	2,422.50	20473286
			08/06/2018			Call with client and mediator re: settlement agreement progress (.8); prepare for same (.6); calls with holders re: settlement (.8).	2.2	2,805.00	20473331
16002	KOENIG C	ASSOCIATE	08/07/2018			Reviewing and revising issues list received from Commonwealth Agent re: settlement agreement (2.6); reviewing court opinions re: AAFAF/FOMB litigation (.8); revising client summary re: same (.4).	3.8	3,382.00	20427301
15142	MINIAS J G	PARTNER	08/07/2018			Review and revise settlement agreement.	3.4	4,335.00	20473381

Desc: Main

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

For Acct
Only

						Only			
Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
10083	FELDMAN M A	PARTNER	08/08/2018			Conference call with Houser, L. Despina and Rosen re: status (.8); conference call with client re: process to approve (.8).	1.6	2,400.00	20416374
16002	KOENIG C	ASSOCIATE	08/08/2018			Call with Judge Houser and Commonwealth Agent re: settlement agreement status and next steps (.5); weekly call with COFINA Agent re: settlement status and next steps (.4); reviewing COFINA RSA term sheet (1.3); reviewing and revising issues list and settlement agreement per RSA term sheet (2.4).	4.6	4,094.00	20427344
15870	MHATRE L C	ASSOCIATE	08/08/2018			Review settlement notice.	0.1	84.00	20443428
15142	MINIAS J G	PARTNER	08/08/2018			Calls with S. Kirpalani and E. Kay re: settlement agreement (1.3); calls with holders re: same (.8); reviewing court decision in case (.6); call with mediator (.8); preparing for same (.9); draft settlement agreement chart (3.5).	7.9	10,072.50	20473342
16002	KOENIG C	ASSOCIATE	08/09/2018			Reviewing and revising settlement agreement per issues list (1.2); correspondence with COFINA Agent re: same (.3); correspondence with Commonwealth Agent re: same (.4).	1.9	1,691.00	20427275
15142	MINIAS J G	PARTNER	08/09/2018			Reviewing / addressing settlement agreement issues.	4.6	5,865.00	20473515
16624	HONIG H	ASSOCIATE	08/10/2018			Revise plan term sheet per KTBS comments.	0.8	528.00	20414598
16002	KOENIG C	ASSOCIATE	08/10/2018			Reviewing and providing comments to plan term sheet (1.9).	1.9	1,691.00	20427285
15142	MINIAS J G	PARTNER	08/10/2018			Review settlement agreement chart (2.4); calls with E. Kay re: settlement agreement (1.6); call with B. Rosen re: same (.4); calls with holders re: same (.7).	5.1	6,502.50	20473386
16624	HONIG H	ASSOCIATE	08/11/2018			Further revise plan term sheet.	0.5	330.00	20415621
15142	MINIAS J G	PARTNER	08/13/2018			Call with mediator (.4); prepare for same (.2); calls with holders re: settlement (1.6); preparing for call with Commonwealth Agent (.3); attending same (.5); reviewing motion to inform (.6)address issues re: same (.9).	4.5	5,737.50	20473543
10083	FELDMAN M A	PARTNER	08/14/2018			Conference call with L. Despina re: settlement (.3); call with client re: same (.5); call with R. Rosen re: same (.2).	1.0	1,500.00	20420482

Desc: Main

Matter Type: BANKRUPTCY

Matter Type: BANKRUPTCY

Currency: USD									For Acct Only
Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	Index
14537	FORMAN D I	ASSOCIATE	08/14/2018			Review issues list and revised settlement agreement (.3), conf. call w/ Commonwealth Agent professionals (.3).	0.6	594.00	20420687
16002	KOENIG C	ASSOCIATE	08/14/2018			Call with Commonwealth Agent and COFINA Agent re: settlement agreement status/next steps (.6); conducting follow up research (.4); correspondence with COFINA Agent re: same (.3); reviewing and revising settlement agreement per call (.6).	1.9	1,691.00	20427324
15142	MINIAS J G	PARTNER	08/14/2018			Reviewing and revising settlement agreement and motion to inform.	2.8	3,570.00	20473356
10083	FELDMAN M A	PARTNER	08/15/2018			Calls with B. Rosen re: settlement (.1); review TS from B. Rosen (.4); call with client re: FOMB position (.5).	1.0	1,500.00	20475168
16624	HONIG H	ASSOCIATE	08/15/2018			Prepare issues list re: settlement.	0.8	528.00	20437772
15142	MINIAS J G	PARTNER	08/15/2018			Calls with E. Kay re: settlement (.8); calls with holder re: same (1.5); reviewing and revising settlement agreement (3.2); preparing for FOMB meeting (.8).	6.3	8,032.50	20473395
16624	HONIG H	ASSOCIATE	08/16/2018			Organize debrief call.	0.1	66.00	20437851
10083	FELDMAN M A	PARTNER	08/20/2018			Conference call re: tax free structure.	0.5	750.00	20482583
15142	MINIAS J G	PARTNER	08/20/2018			Call with M. Rodrigue re: settlement.	0.6	765.00	20473368
			08/21/2018			Review various RSA issues (.6); meeting with S. Kirpalani re: same (1.9).	2.5	3,187.50	20473426
			08/23/2018			O/C with M. Feldman re: settlement (.5); review RSA issues (1.0).	1.5	1,912.50	20473313
			08/24/2018			Call with E. Kay re: settlement.	0.5	637.50	20473530
16624	HONIG H	ASSOCIATE	08/28/2018			Review and distribute COFINA fiscal plan.	0.5	330.00	20485394
10083	FELDMAN M A	PARTNER	08/29/2018			Review final RSA and Term Sheet.	1.0	1,500.00	20482561
15142	MINIAS J G	PARTNER	08/29/2018			Review RSA (.9); revise same (1.6).	2.5	3,187.50	20473420
16624	HONIG H	ASSOCIATE	08/30/2018			Review plan support agreement (.8); draft summary of same (3.4).	4.2	2,772.00	20485156
TOTAL 124976.00004							93.0	107,114.00	
TOTAL							93.0	107,114.00	

MATTER TIME DETAIL

Run Date & Time: 9/28/2018 3:30:53PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 08/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
13086	AMBEAULT A	LEGAL ASSISTANT	08/02/2018			Draft 11th monthly fee statement (.9); prepare and serve same (.3).	1.2	474.00	20390253
			08/14/2018			Meet w/ C. Koenig and H. Honig re: fee application process.	0.5	197.50	20481321
16624	HONIG H	ASSOCIATE	08/14/2018			Meeting with C. Koenig and A. Ambeault re: fee application preparation.	0.5	330.00	20437826
			08/14/2018			Review certificates of no objection and send to client.	0.1	66.00	20437853
			08/15/2018			Correspondence w/ A. Ambeault re: certificates of no objection.	0.1	66.00	20438034
13086	AMBEAULT A	LEGAL ASSISTANT	08/21/2018			Compile information regarding payments received and outstanding amounts owed per H. Honig.	0.5	197.50	20481268
16624	HONIG H	ASSOCIATE	08/21/2018			Compile fee data for discussion with Proskauer.	1.4	924.00	20437824
			08/22/2018			Review and revise billing detail for July monthly fee statement.	0.3	198.00	20447284
			08/27/2018			Reviewing and revising billing detail for COFINA Agent July fee statement.	1.6	1,056.00	20485404
			08/29/2018			Review and revise WF&G July fee statement.	0.8	528.00	20485285
			08/30/2018			Send July fee statement and September budget to COFINA agent for approval.	0.1	66.00	20485425
TOTAL 124976.00005							7.1	4,103.00	
TOTAL							7.1	4,103.00	

MATTER TIME DETAIL

Run Date & Time: 9/28/2018 3:30:53PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00007 BUDGET

Currency: USD

Worked Thru 08/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
16624	HONIG H	ASSOCIATE	08/30/2018			T/c with A. Ambeault re: budget (.2); discuss budget with M. Feldman (.1).	0.3	198.00	20528032
						TOTAL 124976.00007	0.3	198.00	
						TOTAL	0.3	198.00	

MATTER COST DETAIL

Run Date & Time: 9/28/2018 3:30:53PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 08/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only			
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail		Cost Amount	Batch Date	Batch Id	Index
Court & Rec Costs	4093	07/18/2018	CourtSolutions, LLC	AMBEAULT	70.00	09/05/2018	371615	12596561
			Court & Rec Costs - CourtSolutions, LLC					
			TOTAL 4093		70.00			
Consultants	4094	05/30/2018	CRA International, Inc.	AMBEAULT	26,325.00	08/29/2018	371246	12592066
			Consultants - CRA International, Inc. Re: COFINA Activity Dates: April 1, 2018 through April 30, 2018					
		08/31/2018	Planet Data Solutions, I	SEIDEL	2,054.25	09/17/2018	371970	12601470
			Consultants - Planet Data Solutions, Inc. eDiscovery Services					
			TOTAL 4094		28,379.25			
Westlaw	5072	08/23/2018		MHATRE	666.32	08/28/2018	371212	12590546
			Westlaw					
			TOTAL 5072		666.32			
Taxi, Car Service, &	6020	08/16/2018	Matthew A. Feldman	FELDMAN	10.38	08/24/2018	371083	12588611
			Taxi, Car Service, & Parking - Matthew A. Feldman					
		08/16/2018	Joseph G. Minias	MINIAS	10.87	08/24/2018	371083	12588619
			Taxi, Car Service, & Parking - Joseph G. Minias					
			TOTAL 6020		21.25			
Teleconferencing	6030	07/25/2018	Soundpath Conferencing S	FELDMAN	7.35	09/05/2018	371639	12598133
			Teleconferencing					
		07/25/2018	Soundpath Conferencing S	FELDMAN	1.05	09/05/2018	371639	12598134
			Teleconferencing					
		07/27/2018	Soundpath Conferencing S	FELDMAN	5.00	09/05/2018	371639	12598132
			Teleconferencing					
		08/01/2018	Soundpath Conferencing S	FELDMAN	7.88	09/05/2018	371639	12598131
			Teleconferencing					
		08/05/2018	Soundpath Conferencing S	KOENIG	11.10	09/05/2018	371639	12598130
			Teleconferencing					
		08/08/2018	Soundpath Conferencing S	FELDMAN	7.20	09/05/2018	371639	12598129
			Teleconferencing					
			TOTAL 6030		39.58			
Data Acquisition	6070	08/31/2018	CourtAlert.com, Inc.	BRENNAN	220.36	09/13/2018	372039	12603408
			Data Acquisition					
			TOTAL 6070		220.36			
			TOTAL MATTER		29,396.76			

MATTER COST DETAIL

Run Date & Time: 9/28/2018 3:30:53PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 MEDIATION

Currency: USD

Worked Thru 08/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only		
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
Consultants	4094	06/07/2018	Business Wire AMBEAULT Consultants - Business Wire Coina Agent Press Release	1,785.00	09/18/2018	372196	12605370
			TOTAL 4094	1,785.00			
Reproduction	5050	08/13/2018	Reproduction KOENIG	4.86	08/21/2018	371000	12586335
			TOTAL 5050	4.86			
Color Reproduction	5054	08/13/2018	Color Reproduction KOENIG	11.10	08/21/2018	371000	12586340
		08/15/2018	Color Reproduction HONIG	7.20	08/21/2018	371002	12586597
		08/21/2018	Color Reproduction HONIG	229.05	08/24/2018	371101	12589110
		08/28/2018	Color Reproduction HONIG	16.80	09/04/2018	371581	12596030
			TOTAL 5054	264.15			
Teleconferencing	6030	07/17/2018	Soundpath Conferencing S KOENIG Teleconferencing	12.55	09/05/2018	371639	12598135
			TOTAL 6030	12.55			
			TOTAL MATTER	2,066.56			

MATTER COST DETAIL

Run Date & Time: 9/28/2018 3:30:53PM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 08/31/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only		
Cost Category	Code	Tran Date	Vendor Name / Transaction Detail	Incurred By	Cost Amount	Batch Date	Batch Id Index
Overnight Delivery	6062	08/02/2018	Federal Express Corporat Overnight Delivery	AMBEAULT	31.88	08/10/2018	370569 12577725
TOTAL 6062					31.88		
TOTAL MATTER					31.88		

EXHIBIT 4-D

Time and Expense Detail for the September Fee Statement

MATTER TIME DETAIL

Run Date & Time: 10/29/2018 11:15:27AM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 09/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
13086	AMBEAULT A	LEGAL ASSISTANT	09/06/2018			Draft Informative Motion for 9/13 Hearing.	0.3	118.50	20500405
			09/06/2018			Prepare, file and serve Joint Urgent Motion re: holding SJ decision in abeyance (.7); corr. w/ J. Minias re: same (.2); prepare email to Court re: same (.1).	1.0	395.00	20500416
10083	FELDMAN M A	PARTNER	09/06/2018			Review and comment on Joint Motion.	0.5	750.00	20505686
15142	MINIAS J G	PARTNER	09/06/2018			Reviewing and revising joint motion (1.1); discuss same with L. Despina (.4).	1.5	1,912.50	20567337
16624	HONIG H	ASSOCIATE	09/10/2018			Review and summarize recently filed pleadings.	0.3	198.00	20524837
			09/11/2018			Prepare materials for distribution to team.	0.1	66.00	20524954
15142	MINIAS J G	PARTNER	09/11/2018			Preparing for hearing.	1.5	1,912.50	20567342
			09/13/2018			Attend hearing.	3.5	4,462.50	20567351
			09/20/2018			Call with B. Whyte re: hearing (.4); o/c with M. Feldman re: next steps (.4); reviewing revised settlement agreement and OB markup (2.8).	3.6	4,590.00	20567355
10083	FELDMAN M A	PARTNER	09/24/2018			Meeting with FOMB.	0.5	750.00	20595951
15142	MINIAS J G	PARTNER	09/24/2018			Prepare for and meet with OB counsel re: next steps.	1.5	1,912.50	20567403
14537	FORMAN D I	ASSOCIATE	09/25/2018			Review draft motion to extend abeyance period.	0.2	198.00	20540526
16624	HONIG H	ASSOCIATE	09/25/2018			Draft motion to extend abeyance period.	1.6	1,056.00	20554593
15142	MINIAS J G	PARTNER	09/25/2018			Reviewing and revising joint motion (.7); call with L. Despina re: same (.2).	0.9	1,147.50	20567361
13086	AMBEAULT A	LEGAL ASSISTANT	09/26/2018			Draft informative motion for 10/3/18 hearing per J. Minias.	0.3	118.50	20547516
14537	FORMAN D I	ASSOCIATE	09/26/2018			Revisions to draft motions (2.1); corr. and t/cs w/ H. Honig and J. Minias re: same (.5).	2.6	2,574.00	20540505
16624	HONIG H	ASSOCIATE	09/26/2018			Revise abeyance motion (1.8); draft alternate abeyance motion (1.9).	3.7	2,442.00	20554624
15142	MINIAS J G	PARTNER	09/26/2018			Finalizing joint abeyance motion.	0.4	510.00	20567375
13086	AMBEAULT A	LEGAL ASSISTANT	09/27/2018			Review and revise informative motion per comments from J. Minias (.2); corr. w/ J. Minias and H. Honig re: same (.2).	0.4	158.00	20547513
14537	FORMAN D I	ASSOCIATE	09/27/2018			Revisions to draft motions to extend abeyance period (1.2); review court order and related corr. w/ H. Honig (.2).	1.4	1,386.00	20544655

MATTER TIME DETAIL

Case:17-03283-LTS Doc#:4263 Filed:11/16/18 Entered:11/16/18 14:56:15 Desc: Main

2

Run Date & Time: 10/29/2018 11:15:27AM

Document Page 95 of 116

Worked Thru 09/30/2018

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Billing Partner: FELDMAN M A

Matter: 00001 COFINA BOND LITIGATION

Matter Type: BANKRUPTCY

Currency: USD

Currency: USD

									For Acct Only
			Work	Task	Activity		Worked	Standard Rates	
			Date	Code	Code	Description	Hours	Amount	
									Index
16624	HONIG H	ASSOCIATE	09/27/2018			Review and summarize recently filed pleadings (.2); corr. w/ D. Forman re: same (.2); revise abeyance motion (1.4).	1.8	1,188.00	20554525
13086	AMBEAULT A	LEGAL ASSISTANT	09/28/2018			Finalize informative motion (.1); corr. w/ N. Navarro-Cabrer re: same (.1); prepare, file and serve same (.3).	0.5	197.50	20547504
TOTAL 124976.00001							28.1	28,043.00	
TOTAL							28.1	28,043.00	

MATTER TIME DETAIL

Run Date & Time: 10/29/2018 11:15:27AM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00004 SETTLEMENT NEGOTIATIONS AND ADVANCEMENT

Currency: USD

Worked Thru 09/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
15142	MINIAS J G	PARTNER	09/04/2018			O/C with M. Feldman re: next steps.	0.5	637.50	20567329
16624	HONIG H	ASSOCIATE	09/05/2018			T/c with COFINA bondholder re: recovery question.	0.4	264.00	20524973
15142	MINIAS J G	PARTNER	09/05/2018			Email correspondence with counsel to the OB re: settlement agreement (.4); calls with holders and holders' counsel (1.4)	1.8	2,295.00	20567330
13086	AMBEAULT A	LEGAL ASSISTANT	09/12/2018			Prepare materials for J. Minias for 9/13/18 Omnibus Hearing.	0.3	118.50	20506297
16624	HONIG H	ASSOCIATE	09/13/2018			Correspondence with J. Minias re: agreement in principle terms.	0.2	132.00	20524789
14537	FORMAN D I	ASSOCIATE	09/21/2018			Review and revise settlement agreement per comments from Proskauer (4.6); related review of Amended PSA and term sheet (2.0); related corr w/ J. Minias r: same (.2).	6.8	6,732.00	20521531
16624	HONIG H	ASSOCIATE	09/21/2018			Conduct research re: stipulation requirements (.5); review amended plan support agreement (1.5); revise settlement agreement (3.1).	5.1	3,366.00	20524789
15142	MINIAS J G	PARTNER	09/21/2018			Calls with holders re: settlement.	0.9	1,147.50	20567389
16624	HONIG H	ASSOCIATE	09/22/2018			Draft letter re: mediation progress.	0.7	462.00	20524723
14537	FORMAN D I	ASSOCIATE	09/23/2018			Revisions to settlement agreement (.5); letter re: negotiations (.3).	0.8	792.00	20523718
			09/24/2018			Revisions to settlement agreement and draft letter.	0.8	792.00	20528500
16624	HONIG H	ASSOCIATE	09/24/2018			Prepare analysis of plan support agreement (1.9); revise draft letter (.6).	2.5	1,650.00	20554491
14537	FORMAN D I	ASSOCIATE	09/25/2018			Revisions to settlement agreement and related corr.	0.8	792.00	20629201
16624	HONIG H	ASSOCIATE	09/25/2018			Revise draft settlement agreement.	0.8	528.00	20554542
15142	MINIAS J G	PARTNER	09/25/2018			Call with E. Kay re: settlement (1.0); call with K. Klee re: same (.2).	1.2	1,530.00	20629202
10083	FELDMAN M A	PARTNER	09/26/2018			Call with Agent re: Settlement Agreement.	0.3	450.00	20595983
16624	HONIG H	ASSOCIATE	09/26/2018			Draft press statement re: settlement.	0.4	264.00	20554629
15142	MINIAS J G	PARTNER	09/26/2018			Finalizing settlement agreement markup.	0.9	1,147.50	20629203
TOTAL 124976.00004							25.2	23,100.00	
TOTAL							25.2	23,100.00	

MATTER TIME DETAIL

Run Date & Time: 10/29/2018 11:15:27AM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 09/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
16624	HONIG H	ASSOCIATE	09/04/2018			Review monthly fee statement.	0.3	198.00	20524739
			09/21/2018			Review and revise statements of no objection for July fee statements.	0.3	198.00	20524853
			09/25/2018			Review billing detail for August monthly fee statement.	0.4	264.00	20554608
13086	AMBEAULT A	LEGAL ASSISTANT	09/27/2018			Draft monthly fee statement.	0.7	276.50	20547499
16624	HONIG H	ASSOCIATE	09/28/2018			Review and revise WFG August fee statement (.2); send same to B. Whyte for approval (.1).	0.3	198.00	20554517
TOTAL 124976.00005							2.0	1,134.50	
TOTAL							2.0	1,134.50	

MATTER TIME DETAIL

Run Date & Time: 10/29/2018 11:15:27AM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00010 FEE APPLICATIONS FOR OTHER COFINA PROFESSIONALS

Currency: USD

Worked Thru 09/30/2018

Billing Partner: FELDMAN/MINIAS M A

Matter Type: BANKRUPTCY

Id	Name	Title	Work Date	Task Code	Activity Code	Description	Worked Hours	Standard Rates Amount	For Acct Only
									Index
16624	HONIG H	ASSOCIATE	09/10/2018			T/c with I. Rivera re: fee examiner reports.	0.2	132.00	20524836
			09/25/2018			Review billing detail for COFINA Agent August fee statement.	0.5	330.00	20607392
			09/27/2018			Review and revise COFINA Agent August fee statement.	0.5	330.00	20554525
13086	AMBEAULT A	LEGAL ASSISTANT	09/28/2018			Prepare and serve COFINA Agent's monthly fee statement.	0.3	118.50	20547505
16624	HONIG H	ASSOCIATE	09/28/2018			Review filing version of COFINA Agent August fee statement.	0.1	66.00	20607392
TOTAL 124976.00010							1.6	976.50	
TOTAL							1.6	976.50	

MATTER COST DETAIL

Run Date & Time: 10/29/2018 11:15:27AM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00001 COFINA BOND LITIGATION

Currency: USD

Worked Thru 09/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only		
Cost Category	Code	Tran Date	Vendor Name / Incurred By Transaction Detail	Cost Amount	Batch Date	Batch Id	Index
Consultants	4094	09/30/2018	Planet Data Solutions, I SEIDEL Consultants - Planet Data Solutions, Inc. eDiscovery Services	2,704.25	10/10/2018	373469	12628471
			TOTAL 4094	2,704.25			
Color Reproduction	5054	09/11/2018	HONIG Color Reproduction	64.05	09/18/2018	372247	12606587
			TOTAL 5054	64.05			
Westlaw	5072	09/27/2018	HONIG Westlaw	116.60	10/01/2018	372950	12618711
			TOTAL 5072	116.60			
Taxi, Car Service, &	6020	09/13/2018	Joseph G. Minias MINIAS Taxi, Car Service, & Parking - Joseph G. Minias	88.18	09/18/2018	372230	12606255
		09/24/2018	Matthew A. Feldman FELDMAN Taxi, Car Service, & Parking - Matthew A. Feldman	7.86	10/12/2018	373590	12629394
			TOTAL 6020	96.04			
Messenger	6060	09/21/2018	NPD Logistics LLC HONIG Messenger - NPD Logistics LLC	20.70	10/01/2018	372936	12618127
			TOTAL 6060	20.70			
Data Acquisition	6070	09/30/2018	CourtAlert.com, Inc. BRENNAN Data Acquisition	191.62	10/02/2018	373033	12620324
			TOTAL 6070	191.62			
			TOTAL MATTER	3,193.26			

MATTER COST DETAIL

Run Date & Time: 10/29/2018 11:15:27AM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00005 FEE APPLICATIONS AND RETENTION

Currency: USD

Worked Thru 09/30/2018

Billing Partner: FELDMAN M A

Matter Type: BANKRUPTCY

					For Accounting Only		
Cost Category	Code	Tran Date	Vendor Name / Transaction Detail	Incurred By	Cost Amount	Batch Date	Batch Id Index
Overnight Delivery	6062	09/04/2018	Federal Express Corporat Overnight Delivery	AMBEAULT	68.29	09/24/2018	372499 1261203:
TOTAL 6062					68.29		
TOTAL MATTER					68.29		

MATTER COST DETAIL

Run Date & Time: 10/29/2018 11:15:27AM

Client: 124976 BETTINA WHYTE, AS AGENT FOR COFINA BONDS

Matter: 00010 FEE APPLICATIONS FOR OTHER COFINA PROFESSIONALS

Currency: USD

Worked Thru 09/30/2018

Billing Partner: FELDMAN/MINIAS M A

Matter Type: BANKRUPTCY

For Accounting Only

Cost Category	Code	Tran Date	Vendor Name / Transaction Detail	Incurred By	Cost Amount	Batch Date	Batch Id	Index
Overnight Delivery	6062	09/28/2018	Federal Express Corporat	AMBEAULT	32.34	10/15/2018	373680	12633219
			Overnight Delivery					
			TOTAL	6062	32.34			
			TOTAL MATTER		32.34			

EXHIBIT 5

Comparable Compensation Disclosures

<u>Title</u>	<u>Non-Bankruptcy Blended Hourly Rate (New York Office Only)</u>	<u>COFINA Agent Blended Hourly Rate for Application Period (before 5% discount)</u>
Partner	\$1,330.59	\$1,315.56
Counsel	\$1,067.62	N/A
Associate	\$764.99	\$842.77
Law Clerk	\$395.14	N/A
Paraprofessionals	\$301.37	\$395.00
Total:	\$904.92	\$1,050.43

EXHIBIT 6

Budget and Staffing Plans

EXHIBIT C-1

BUDGET FOR JUNE 1, 2018 – JUNE 30, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. *See* Guidelines ¶ C.8. for project category information.

MATTER NO.	PROJECT CATEGORY	ESTIMATED HOURS	ESTIMATED FEES
01	COFINA Bond Litigation	45.0	\$47,500.00
02	Case Administration	15.0	\$10,000.00
03	COFINA Bond Negotiation	0.0	\$0.00
04	Mediation / Settlement Discussions	355.0	\$375,000.00
05	Retention and Fee Applications	18.0	\$12,500.00
06	Retention and Fee Application Objections	0.0	\$0.00
07	Budget	0.2	\$79.00
08	Non-Working Travel (billed at 50%)	0.0	\$0.00
09	Retention Matters for Other COFINA Professionals	0.0	\$0.00
10	Fee Applications for Other COFINA Professionals	1.1	\$750.00
	TOTAL:	434.3	\$445,829.00

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____

EXHIBIT C-2
STAFFING PLAN FOR JUNE 1, 2018 – JUNE 30, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. See Guidelines ¶ C.8. for project category information.

CATEGORY OF TIMEKEEPER	NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON THE MATTER DURING THE BUDGET PERIOD	AVERAGE HOURLY RATE
Senior Partner	6	\$1,450.00
Junior Partner	2	\$1,300.00
Counsel	1	\$1,015.00
Senior Associate (7 or more years since first admission)	2	\$982.50
Midlevel Associate (4-6 years since first admission)	4	\$875.00
Junior Associate (1-3 years since first admission)	5	\$661.00
Discovery/Document Review Attorneys	1	\$465.00
Paralegal	3	\$300.00
All timekeepers aggregated	24	\$881.06¹

¹ The average hourly rate for all timekeepers was calculated by adding the average hourly rate for each category of timekeeper, and then dividing by the number of different timekeeper categories.

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____

EXHIBIT C-1

BUDGET FOR JULY 1, 2018 – JULY 31, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. *See* Guidelines ¶ C.8. for project category information.

MATTER NO.	PROJECT CATEGORY	ESTIMATED HOURS	ESTIMATED FEES
01	COFINA Bond Litigation	25.0	\$17,500.00
02	Case Administration	15.0	\$10,000.00
03	COFINA Bond Negotiation	0.0	\$0.00
04	Mediation / Settlement Discussions	365.0	\$395,000.00
05	Retention and Fee Applications	18.0	\$12,500.00
06	Retention and Fee Application Objections	0.0	\$0.00
07	Budget	0.2	\$79.00
08	Non-Working Travel (billed at 50%)	0.0	\$0.00
09	Retention Matters for Other COFINA Professionals	0.0	\$0.00
10	Fee Applications for Other COFINA Professionals	8.5	\$5,800.00
	TOTAL:	431.7	\$440,879.00

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____

EXHIBIT C-2
STAFFING PLAN FOR JULY 1, 2018 – JULY 31, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. See Guidelines ¶ C.8. for project category information.

CATEGORY OF TIMEKEEPER	NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON THE MATTER DURING THE BUDGET PERIOD	AVERAGE HOURLY RATE
Senior Partner	4	\$1,450.00
Junior Partner	2	\$1,300.00
Counsel	1	\$1,015.00
Senior Associate (7 or more years since first admission)	2	\$982.50
Midlevel Associate (4-6 years since first admission)	4	\$875.00
Junior Associate (1-3 years since first admission)	3	\$661.00
Discovery/Document Review Attorneys	0	\$465.00
Paralegal	2	\$300.00
All timekeepers aggregated	18	\$1,006.93¹

¹ The average hourly rate for all timekeepers was calculated by adding the average hourly rate for each category of timekeeper, and then dividing by the number of different timekeeper categories.

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____

EXHIBIT C-1

BUDGET FOR AUGUST 1, 2018 – AUGUST 31, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. *See* Guidelines ¶ C.8. for project category information.

MATTER NO.	PROJECT CATEGORY	ESTIMATED HOURS	ESTIMATED FEES
01	COFINA Bond Litigation	25.0	\$17,500.00
02	Case Administration	15.0	\$10,000.00
03	COFINA Bond Negotiation	0.0	\$0.00
04	Mediation / Settlement Discussions	125.0	\$195,000.00
05	Retention and Fee Applications	18.0	\$12,500.00
06	Retention and Fee Application Objections	0.0	\$0.00
07	Budget	0.2	\$79.00
08	Non-Working Travel (billed at 50%)	0.0	\$0.00
09	Retention Matters for Other COFINA Professionals	0.0	\$0.00
10	Fee Applications for Other COFINA Professionals	8.5	\$5,800.00
	TOTAL:	191.7	\$240,879.00

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____

EXHIBIT C-2
STAFFING PLAN FOR AUGUST 1, 2018 – AUGUST 31, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. See Guidelines ¶ C.8. for project category information.

CATEGORY OF TIMEKEEPER	NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON THE MATTER DURING THE BUDGET PERIOD	AVERAGE HOURLY RATE
Senior Partner	4	\$1,450.00
Junior Partner	2	\$1,300.00
Counsel	1	\$1,015.00
Senior Associate (7 or more years since first admission)	2	\$982.50
Midlevel Associate (4-6 years since first admission)	4	\$875.00
Junior Associate (1-3 years since first admission)	3	\$661.00
Discovery/Document Review Attorneys	0	\$465.00
Paralegal	2	\$300.00
All timekeepers aggregated	18	\$1,006.93¹

¹ The average hourly rate for all timekeepers was calculated by adding the average hourly rate for each category of timekeeper, and then dividing by the number of different timekeeper categories.

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____

EXHIBIT C-1

BUDGET FOR SEPTEMBER 1, 2018 – SEPTEMBER 30, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. *See* Guidelines ¶ C.8. for project category information.

MATTER NO.	PROJECT CATEGORY	ESTIMATED HOURS	ESTIMATED FEES
01	COFINA Bond Litigation	25.0	\$17,500.00
02	Case Administration	10.0	\$6,500.00
03	COFINA Bond Negotiation	0.0	\$0.00
04	Mediation / Settlement Discussions	100.0	\$125,000.00
05	Retention and Fee Applications	18.0	\$12,500.00
06	Retention and Fee Application Objections	0.0	\$0.00
07	Budget	0.0	\$0.00
08	Non-Working Travel (billed at 50%)	0.0	\$0.00
09	Retention Matters for Other COFINA Professionals	0.0	\$0.00
10	Fee Applications for Other COFINA Professionals	8.5	\$5,800.00
	TOTAL:	161.5	\$167,300.00

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____

EXHIBIT C-2
STAFFING PLAN FOR SEPTEMBER 1, 2018 – SEPTEMBER 30, 2018

If the parties consent or the court so directs, a budget approved by the client in advance should generally be attached to each interim and final fee application filed by the applicant. If the fees sought in the fee application vary by more than 10% from the budget, the fee application should explain the variance. See Guidelines ¶ C.8. for project category information.

CATEGORY OF TIMEKEEPER	NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON THE MATTER DURING THE BUDGET PERIOD	AVERAGE HOURLY RATE
Senior Partner	2	\$1,450.00
Junior Partner	1	\$1,300.00
Counsel	0	\$0.00
Senior Associate (7 or more years since first admission)	1	\$982.50
Midlevel Associate (4-6 years since first admission)	3	\$875.00
Junior Associate (1-3 years since first admission)	1	\$661.00
Discovery/Document Review Attorneys	0	\$0.00
Paralegal	1	\$300.00
All timekeepers aggregated	9	\$928.08¹

¹ The average hourly rate for all timekeepers was calculated by adding the average hourly rate for each category of timekeeper, and then dividing by the number of different timekeeper categories.

Case Name: The Financial Oversight and Management Board for Puerto Rico,
as representative of The Commonwealth of Puerto Rico
Case Number: 17-BK-3283 (LTS)
Applicant's Name: Willkie Farr & Gallagher LLP
Date of Application: _____
Interim or Final: _____